

CAPITAL CONNECTION, INC.

417 E. Virginia Street • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-442-8062 • Fax (850) 224-2222

A98000001360

100002541951--5

-06/01/98--01023--026

***1785.00 ***1785.00

Terry Holdings, LTD

100002541951--5

-06/01/98--01023--027

*****52.50 *****52.50

Signature _____

Requested by: CD

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File _____

☒ LTD Partnership File Cert

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

☒ Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File Bx

UCC 11 Search _____

UCC 11 Retrieval 6/1/98

Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 PM 3:03
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98 JUN -1 PM 3:03
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 PM 3:03
RECEIVED
98 JUN -1 AM 11:06



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 1, 1998

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: TERRY HOLDINGS, LTD.
Ref. Number: W98000012423

We have received your document for TERRY HOLDINGS, LTD. and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The law requires that a Certificate of Limited Partnership must state THE LATEST DATE UPON WHICH THE LIMITED PARTNERSHIP IS TO DISSOLVE.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 598A00030604

Corrected
Go

RECEIVED
98 JUN -1 PM 3:56
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
98 JUN -1 PM 3:56
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
TERRY HOLDINGS, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, hereby certifies and declares as follows:

- (1) The name of the partnership is "**TERRY HOLDINGS, LTD.**", a Florida limited partnership (the "Partnership").
- (2) The principal office of the Partnership is 1100 S. Orlando Avenue, #412, Maitland, Florida 32751. The Partnership mailing address is 255 S. Orange Avenue, Suite 1501, Orlando, Florida 32801.
- (3) The name and street address of the agent for service of process is David E. Terry, 255 S. Orange Avenue, Suite 1501, Orlando, Florida 32801.
- (4) The name and business address of the general partner is:

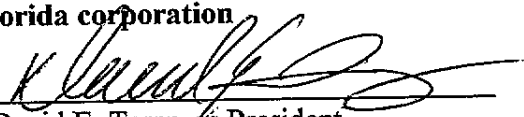
<u>Name</u>	<u>Mailing Address</u>
Terry Holdings, Inc. P98000047132	255 S. Orange Avenue Suite 1501 Orlando, Florida 32801

- (5) The Partnership shall continue to operate until dissolved or liquidated pursuant to the partnership agreement or by operation of law.

IN WITNESS WHEREOF, the undersigned General Partner has executed this Certificate of Limited Partnership on the 29th day of May, 1998.

GENERAL PARTNER:

**TERRY HOLDINGS, INC.,
a Florida corporation**

By: 
David E. Terry, as President

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98 JUN -1 PM 3:56

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR
TERRY HOLDINGS, LTD.**

The undersigned, constituting the sole general partner of TERRY HOLDINGS, LTD., Florida Limited Partnership (the "Partnership"), certifies:

- (1) The amount of the capital contributions to date of the limited partners is none.
- (2) The total amount contributed and anticipated to be contributed by the limited partners total \$2,982,306.00.

Signed this 29th day of May, 1998.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, the undersigned declares that he has read the foregoing and knows the contents thereof and that the facts herein are true and correct.

GENERAL PARTNER:

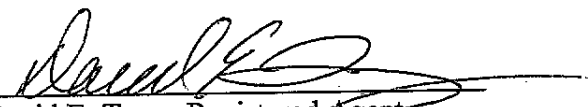
**TERRY HOLDINGS, INC.,
a Florida corporation**

By: 
David E. Terry, as President

ACCEPTANCE OF APPOINTMENT

The undersigned acknowledges and accepts his appointment as registered agent of TERRY HOLDINGS, LTD., a Florida limited Partnership (the "Partnership"), and agrees to act in that capacity and to comply with the provisions of the Florida Limited Partnership Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts, the obligations of a registered agent appointed as provided for in Chapter 620 of the Florida Statutes.

Date this 29th day of May, 1998.


David E. Terry, Registered Agent