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P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 12/17/98 11:00 NT (smiley face)

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CERTIFIED COPY

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1.) Glotfelty Limited Partnership

(CORPORATE NAME & DOCUMENT #)

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***1785.00 ***1785.00

2.) (CORPORATE NAME & DOCUMENT #)

3.) (CORPORATE NAME & DOCUMENT #)

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8.) (CORPORATE NAME & DOCUMENT #)

9.) (CORPORATE NAME & DOCUMENT #)

10.) (CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

B/K 12/17/98

CERTIFICATE OF LIMITED PARTNERSHIP
OF
GLOTFELTY LIMITED PARTNERSHIP

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THE UNDERSIGNED, desiring to form the Limited Partnership of GLOTFELTY LIMITED PARTNERSHIP (the "Partnership"), pursuant to the Revised Uniform Limited Partnership Act of the State of Florida, hereby adopt, file, swear to and certify this Certificate:

1. Name. The name of the Partnership is GLOTFELTY LIMITED PARTNERSHIP (the "Partnership").

2. Location of the Principal Office and Mailing Address of the Partnership. The principal office of the Partnership referred to in Section 620.105, Florida Statutes, is located at and its mailing address is 2233 Knottingham Road, Lakeland, Florida 33803-3523.

3. Agent for Service of Process. The name and address of the agent for service of process on the Partnership shall be John W. Glotfelty at 2233 Knottingham Road, Lakeland, Florida 33803-3523.

4. Name and Business Address of the Partners. The names and business addresses of the Partners, General and Limited, respectively, are as follows:

General Partners:

John W. Glotfelty and
Bonnie Glotfelty, his wife
Tenants-by-the-Entirety
2233 ~~N~~ottingham Road
Lakeland, FL 33803-3523


Limited Partners:

John W. Glotfelty
2233 ~~N~~ottingham Road
Lakeland, FL 33803-3523

Bonnie Glotfelty
2233 ~~N~~ottingham Road
Lakeland, FL 33803-3523

5. Term of the Partnership. The Partnership shall commence on December 17, 1998, and continue in existence until December 31, 2038, unless sooner terminated, liquidated or dissolved by law or in accordance with the Partnership Agreement.

IN WITNESS WHEREOF, the parties hereby have sworn to and signed and will cause to be duly filed this Certificate of Limited Partnership. This Certificate is executed this 16th day of December, 1998.



John W. Glotfelty



Bonnie Glotfelty

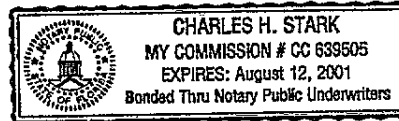
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STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of December, 1998, by JOHN W. GLOTFELTY and BONNIE GLOTFELTY, his wife, as Tenants-by-the-Entirety, as General Partners of the Limited Partnership. Said persons did not take an oath and (check one) are personally known to me, produced a driver's license (issued by a state of the United States within the last five (5) years) as identification.



Print Name: _____
Notary Public - State of Florida
Commission Number: _____
My Commission Expires: _____



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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared JOHN W. GLOTFELTY and BONIE GLOTFELTY, Tenants-by-the-Entirety, as General Partners for GLOTFELTY LIMITED PARTNERSHIP, a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon being duly sworn, certified on behalf of the General Partners and the Partnership as follows:

1. The amount of the capital contributions made to the Partnership by the limited partners is \$160,000
2. The amount of additional capital contributions anticipated to be contributed by the limited partners is \$2,000,000.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, the undersigned declares that they have read the foregoing and that the facts alleged are true, to the best of their knowledge and belief.

Signed, sealed and delivered in the presence of:

GLOTFELTY LIMITED PARTNERSHIP

[Signature]
Print Name: _____

By: [Signature]
John W. Glotfelty, as
General Partner

Kathleen M. Stevens
Print Name: _____

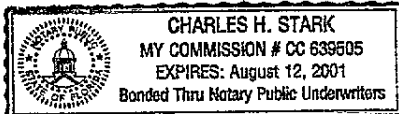
[Signature]
Print Name: _____

By: [Signature]
Bonnie Glotfelty, as
General Partner

Kathleen M. Stevens
Print Name: _____

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of December, 1998, by JOHN W. GLOTFELTY and BONNIE GLOTFELTY, Tenants-by-the-Entirety, as General Partners of the GLOTFELTY LIMITED PARTNERSHIP. Said persons did take an oath and (check one) are personally known to me, produced a driver's license (issued by a state of the United States within the last five (5) years) as identification.



[Signature]
Print Name: _____
Notary Public - State of Florida
Commission Number: _____
My Commission Expires: _____

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CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 620.192, Florida Statutes, the following is submitted:

GLOTFELTY LIMITED PARTNERSHIP, a limited partnership formed pursuant to the laws of the State of Florida with its registered office at 2233 Nottingham Road, Lakeland, Florida 33803-3523, has named and designated John W. Glotfelty as its Registered Agent to accept service of process within the State of Florida at said address.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named limited partnership, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 16th day of December, 1998.



John W. Glotfelty, Registered Agent