

Robert A. Pierce
Ausley & McMullen

Requestor's Name

A9900000 2239

227 S. Calhoun Street

Address

Tallahassee, FL 32301

425-5457

City/State/Zip

Phone #

Office Use Only

SECRETARY OF CORPORATIONS
99 DEC 28 11:14:42

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. CHEROKEE RANCH LIMITED PARTNERSHIP NEW
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #)
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

- Walk in Pickup time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of State

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Down# MRIR
hrc 12/28/99

RECEIVED
99 DEC 28 PM 3:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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***1750.00, ***1750.00
700003082417--4
-12/29/99--01001--008
*****87.50 *****87.50

Examiner's Initials

AUSLEY & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

227 SOUTH CALHOUN STREET
P.O. BOX 391 (ZIP 32302)
TALLAHASSEE, FLORIDA 32301
(850) 224-9115 FAX (850) 222-7560
Writer's Direct Line: (850) 425-5484

December 28, 1999

SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 28 AM 11:42

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32302

Re: Cherokee Ranch Limited Partnership

Dear Sir or Madam:

Enclosed with this letter are the original and one copy each of a Certificate of Limited Partnership and Affidavit of Capital Contributions for the referenced limited partnership. Also enclosed are checks totaling \$1,837.50 to cover the cost of filing the certificate (maximum of \$1,750.00), designating a registered agent (\$35.00), and obtaining one certified copy (\$52.50).

IF YOU WILL CONTACT MY ASSISTANT (Donna Marie Walters) AT 425-5457 AS SOON AS THE CERTIFIED COPY IS READY, WE WILL ARRANGE FOR SOMEONE TO PICK THEM UP.

If you have any questions or if any additional information is required, please do not hesitate to give me a call. Your assistance in this matter is appreciated.

Sincerely,



Robert A. Pierce

/dmw

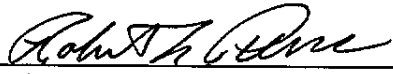
Enclosures

RAPASHUMPERT\sos ltr 122899 lp filing.doc 011900.90802

**CERTIFICATE OF LIMITED PARTNERSHIP OF
THE CHEROKEE RANCH OF N.F. LIMITED PARTNERSHIP
a Florida Limited Partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986) as set forth in Section 620.101 of the Florida Statutes, hereby states the following:

SECRETARY OF STATE
UNIFORM LIMITED PARTNERSHIP ACT
99 REC-28 AM 11/14/99
OF N.E. AN 11/14/99


1. The name of the Limited Partnership is THE CHEROKEE RANCH LIMITED PARTNERSHIP (the "Partnership").
2. The business address of the Partnership is 3027 Andover Road, Pensacola, Florida 32504.
3. The name and address of the Registered Agent for service of process on the Partnership is Robert A. Pierce.
4. The Florida street address for the Registered Agent is 227 South Calhoun Street, Tallahassee, Florida 32301.
5. 
(Registered Agent must sign here to accept designation as Registered Agent of Service of Process)
6. The mailing address of the Partnership is 3027 Andover Road, Pensacola, Florida 32504.
7. The latest date upon which the Partnership is to be dissolved is December 31, 2025.
8. The name and street address of the General Partner are:

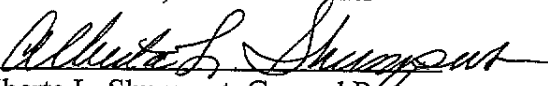
Cherokee Ranch Partnership, a 3027 Andover Road
Florida General Partnership Pensacola, Florida 32504

Execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of THE CHEROKEE RANCH LIMITED PARTNERSHIP this 22nd day of December, 1999.

CHEROKEE RANCH PARTNERSHIP,
a Florida General Partnership

By: 
Alicia L. Glass, General Partner

And by: 
Alberta L. Shumpert, General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR
THE CHEROKEE RANCH OF N.F. LIMITED PARTNERSHIP
a Florida Limited Partnership**

SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 28 AM 11:42

The undersigned, being the sole General Partner of **THE CHEROKEE RANCH LIMITED PARTNERSHIP**, a Florida limited partnership (the "Partnership"), certifies:

1. The amount of capital contributions to date of the Limited Partners is \$3,597,239.25.

2. No additional capital contributions are anticipated to be contributed by the Limited Partners to the Partnership.

FURTHER AFFIANT SAYETH NOT.

Execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Affidavit of Capital Contributions has been executed by the sole General Partner of **THE CHEROKEE RANCH LIMITED PARTNERSHIP** this 28th day of December, 1999. OF N.F.

CHEROKEE RANCH PARTNERSHIP,
a Florida general partnership

By: Alicia L. Glass
Alicia L. Glass, General Partner

And by: Alberta L. Shumpert
Alberta L. Shumpert, General Partner