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January 5, 1999

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

600002732356--1
-01/06/99--01083--003
***1750.00 ***1750.00

RE: The Botsford Family Limited Partnership

600002732356--1
-01/06/99--01083--004
*****87.50 *****87.50

Dear Sir or Madam:

I have enclosed a completed Application by Foreign Limited Partnership for Authorization to Transact Business in Florida; an Affidavit of Capital Contributions for Foreign Limited Partnership; and a copy of the Certificate of Application for Registration of a Fictitious Name in Florida by the partnership's general partner, The Botsford Management Trust, dated 11/4/98. Please file the application and send a copy to me. I have also enclosed my client's \$1750.00 check to cover the filing fee and my \$87.50 check for the filing costs for this matter. If you have any questions or need any further documentation, please call. Thank you for your time and assistance in this matter. God bless you.

Sincerely,

Joseph C. Denison, Sr.
Joseph C. Denison, Sr

99 JAN -6 PM 4: 28
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	1/22/99
Availability	dec
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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TC
\$2,94,000.00

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. The Botsford Family Limited Partnership
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Alabama (State of Formation) 4. November 4, 1998 (Date of Formation)

5. Thom
Tom Botsford, III
(Name of Registered Agent for Service of Process)

6. 721 North 19th Avenue
(Street Address of Registered Office)

Pensacola, Florida 32501
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

Thomas M. Botsford III
(Agent must sign on this line)

8. 1130 East Collinwood Circle
Opelika, Alabama 36801
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>The Botsford Management Trust</u>	<u>1130 East Collinwood Circle</u>
<u>G98337000157</u>	

10. 1130 East Collinwood Circle, Opelika, Alabama 36801
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. 1130 East Collinwood Circle

Opelika, Alabama 36801

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 1st day of December, 1998

Thomas M. Botsford Thomas Trustee
Betty F. Botsford Trustee
General Partner

STATE OF Alabama

COUNTY OF Lee

On this 1st day of December, 1998

Thomas M. Botsford AND Betty F. Botsford personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Joseph Carl Denison, Sr.
(Notary Public Signature)

Joseph CARL DENISON, SR.
(Notary's Printed Name)

Seal

My Commission Expires: MARCH 25, 2000

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Tom Botsford and Betty F. Botsford, Trustees of The Botsford Management Trust, a general partner of The Botsford Family Limited Partnership, Alabama limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 294,000
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ _____

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 1st day of December, 19 98

Thomas M. Botsford
General Partner
Betty F. Botsford

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99 JAN -6 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF ALABAMA
COUNTY OF LEE

On this 1st day of December, 19 98

THOMAS M. BOTS FORD AND BETTY F. BOTS FORD, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

Joseph Carl Denison, Sr.
(Notary Public Signature)

Joseph CARL DENISON, SR.
(Notary's Printed Name)

Seal

My Commission Expires: MARCH 25, 2000