

A00000000968

Holland & Knight LLP

Requester's Name

315 S. Calhoun St., suite 600

Address

Tallahassee, Fl. 32301 425-5675

City/State/Zip

Phone #

Office Use Only

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

MJH

1. Secret Promise II Ltd
(Corporation Name) (Document #)

700003292557--3
-06/15/00--01098--017
*****43.75 *****43.75

2. _____
(Corporation Name) (Document #)

700003292557--3
-06/15/00--01098--018
***1793.75 ***1793.75

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 00 JUN 15 PM 3:35
 RECEIVED
 00 JUN 15 AM 10:56
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FL 32304

Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP

1. SECRET PROMISE II, LTD.
(name of the Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 631 Sixth Avenue, S., St. Petersburg, Florida 33701
(Business address of Limited Partnership)
3. ATLANTIS INVESTMENT HOLDINGS, INC., by J. Crayton Pruitt, President
(Name of Registered Agent for Service of Process)
4. 631 Sixth Avenue, S., St. Petersburg, FL 33701
(Florida street address for Registered Agent)
5. ATLANTIS INVESTMENT HOLDINGS, INC.,
By: J. Crayton Pruitt, Its President J. Crayton Pruitt
(Registered Agent must sign here to accept designation of Registered Agent for Service of Process)
6. 631 Sixth Avenue, S., St. Petersburg, Florida, 33701
(Mailing address of Limited Partnership)

7. The latest date upon which the Limited partnership is to be dissolved is: December 31, 2049

8. Name(s) of general partner(s):	Street address:
<u>Atlantis Investment Holdings, Inc.</u>	<u>631 Sixth Avenue, S.</u>
<u>PQA-82919</u>	<u>St. Petersburg, Florida 33701</u>
_____	_____
_____	_____

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know that contents thereof and that the facts stated herein are true and correct.

Signed this 7 day of June, 2000.

Signature of general partner:
J. Crayton Pruitt
Atlantis Investment Holdings, Inc.,
a Florida corporation, General Partner

J. Crayton Pruitt - Pres. dom +
Crayton Pruitt, President

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the general partner of Secret Promise II, Ltd., a Florida Limited partnership, certifies:

The amount of capital contribution of the limited partners is \$ 5,000,000.00.

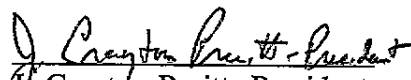
The total amount of capital contributed and anticipated to be contributed by the limited partners at this time totals \$ 5,000,000.00.

Signed this 7 day of June, 2000.

FURTHER AFFIANT SAYETH NOT.

Under penalty of perjury, I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Atlantis Investment Holdings, Inc.,
a Florida corporation, General Partner


Crayton Pruitt, President