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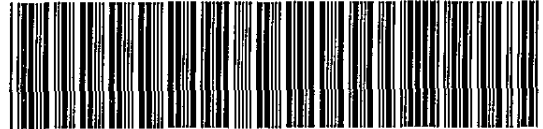
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TALLAHASSEE, FLORIDA

BYC

CHASE, QUINNELL, McIVER, JACKSON & MARKS, P.A.

ATTORNEYS AND COUNSELORS AT LAW

101 East Government Street
Pensacola, FL 32501

Phone: 850-434-3601
Fax: 850-434-3708
e-mail: cqmpa@gulf.net



Branch Office
Perdido Key, FL
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TALLAHASSEE, FLORIDA

James L. Chase

December 3, 2002

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Brie Realty Limited Partnership

Dear Sir:

Enclosed herewith you will find the original and one copy of the Certificate of Limited Partnership for the above-captioned limited partnership to be filed with your office. Also enclosed is the Affidavit of Capital Contribution and my firm check in the amount of \$490.00 which includes a \$455.00 filing fee and the \$35.00 fee for the designation of registered agent.

After filing the Certificate of Limited Partnership, please return a letter of acknowledgment and the copy of the Certificate of Limited Partnership with the filing date stamped thereon.

If you have any questions, please do not hesitate to contact me.

Sincerely,

JAMES L. CHASE

JLC/tbc

Enclosures

cc: Thomas Poulos (w/encl.)

CERTIFICATE OF LIMITED PARTNERSHIP

BRIE REALTY LIMITED PARTNERSHIP

405 River Street

Minneapolis, MN 55401

(Principal office address and mailing address)

Registered Agent:

James L. Chase

101 East Government Street

Pensacola, Florida 32501

Acceptance of Designation as Registered Agent for
Service of Process

The latest date upon which the Limited Partnership is to be dissolved is

10/31/52

The name of the General Partner is:

Brie Investments, Inc.

405 River Street

Minneapolis, MN 55401

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

Signed this 16th day of November, 2002.

BRIE INVESTMENTS, INC.,
General Partner

BY:

THOMAS POULOS, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The undersigned constituting all of the general partners of Brie Realty Limited Partnership, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is sixty-five thousand dollars (\$65,000). The total amount contributed and anticipated to be contributed by the limited partners at this time totals sixty-five thousand dollars (\$65,000).

Signed this 26th day of November, 2002.

FURTHER AFFIANT SAYETH NOT.

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

BRIE INVESTMENTS, INC.,
General Partner

BY: _____

THOMAS POULOS, President

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA