ACCOUNT NO.: 072100000032

REFERENCE: 542850 11626A

AUTHORIZATION:

COST LIMIT : \$ PREPAID

ORDER DATE: January 7, 2000

ORDER TIME: 3:46 PM

ORDER NO. : 542850-015

CUSTOMER NO: 11626A

CUSTOMER: Mr. Lester B. Law

> MYERS KRAUSE & STEVENS MYERS KRAUSE & STEVENS

Suite 600

5811 Pelican Bay Boulevard

Naples, FL 34108

DOMESTIC FILING

NAME:

HUBSCHMAN, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS

500003092335--8 -01/10/00--01002--809

***1837.50 ***1837.50



The undersigned sole general partner, desiring to form a limited partnership pursuant to the laws of the State of Florida, certifies as follows:

- 1. **Name of Limited Partnership.** The name of the limited partnership is HUBSCHMAN, LTD.
- 2. Office for Maintenance of Business Records. The address of the office at which the records of the limited partnership will be kept is 50 Dolphin Circle, Isle of Capri, FL 34113.
- 3. Agent for Service of Process. The name and address of the partnership's agent for service of process in Florida are Lester B. Law, Esq., 5811 Pelican Bay Boulevard, Suite 600, Naples, Florida 34108.
- 4. **General Partner.** The name and business address of the General Partner in the Limited Partnership are as follows:

Name
HUBSCHMAN, INC.

OUU 00002581

Address
50 Dolphin Circle, Isle of Capri, FL
34113

- 5. **Mailing Address of Partnership.** The mailing address of the limited partnership is 50 Dolphin Circle, Isle of Capri, FL 34113.
- 6. **Latest Date of Dissolution.** The latest date on which the limited partnership is to dissolve is December 31, 2035.

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.

Dated as of this 29th day of November, 1999.

GENERAL PARTNER

HUBSCHMAN, INC.,

a Florida corporation

By: Connie Hubschman

Its: President

I hereby accept appointment as registered agent for the partnership.

LESTER/B. LAW

AFFIDAVIT OF CAPITAL CONTRIBUTION OF HUBSCHMAN, LTD.

The undersigned, constituting the sole General Partner of HUBSCHMAN, LTD declares that the Capital Contributions of the Limited Partners in the partnership are as follows:

The Limited Partners have made and anticipate to make Capital Contributions of \$10,000,000.

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.

HUBSCHMAN, INC. a Florida corporation, GENERAL PARTNER

By: CONNIE HUBSCHMAN

Its: PRESIDENT

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 29th day of November, 1999, by Connie Hubschman, the President of HUBSCHMAN, INC., as General Partner of HUBSCHMAN, LTD., who □ is personally known to me or who □ has produced a driver license as identification.

Notary Public State of Florida

My Commission Expires:

My Commission Number:

LESTER B. LAW 5 COMMISSION # CC 626863 EXPIRES MAR 4, 2001 BONDED THRU ATLANTIC BONDING CO., INC.

(Printed, typed or stamped commissioned name of Notary Public)

AUTHORIZATION TO USE THE NAME HUBSCHMAN, LTD.

I, the undersigned, being the sole incorporator of HUBSCHMAN, INC., and being the President of the corporation of HUBSCHMAN, INC., the sole General Partner of the partnership to be named "HUBSCHMAN, LTD." hereby permit and authorize the partnership to use the name "HUBSCHMAN, LTD."

Connie Hubschman

Incorporator and President

of HUBSCHMAN, INC.

General Partner of HUBSCHMAN, LTD.

PADOCUMENTACORPHUBSCHMAN1999\AUTHORIZATION TO USE NAME.DOC 092799.34