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ACCOUNT NO. : 072100000032

REFERENCE : 553992 4326591

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 17, 2000

ORDER TIME : 11:13 AM

ORDER NO. : 553992-005

CUSTOMER NO: 4326591

CUSTOMER: E. Jackson Boggs, Esq
FOWLER WHITE GILLEN BOGGS
FOWLER WHITE GILLEN BOGGS
Suite 1700
501 East Kennedy Boulevard
Tampa, FL 33602

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-01/18/00--01028--009

***1837.50 ***147.50

DOMESTIC FILING

NAME: MARCHNER ENTERPRISES, LTD.

EFFECTIVE DATE: 5

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 18 PM 1:03

RECEIVED
00 JAN 18 AM 8:57
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

h/k

1/18/00

CERTIFICATE OF LIMITED PARTNERSHIP
MARCHNER ENTERPRISES, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 18 PM 1:03

In accordance with Florida Statute Section 620.108, this Certificate of Limited Partnership shall be filed with the Department of State of Florida, setting forth the following:

1. **Name**. The name of this limited Partnership shall be "Marchner Enterprises, Ltd."
2. **Registered Agent and Address**. The office and the name of the agent for service of process required to be maintained is as follows:

Michael R. Marchner
1304 Charlie Griffin Road
Plant City, Florida 33567

3. **General Partners**. The name and business address of each general partner is:

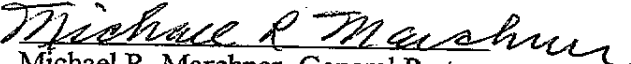
Michael R. Marchner
1304 Charlie Griffin Road
Plant City, Florida 33567

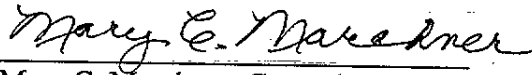
Mary C. Marchner
1304 Charlie Griffin Road
Plant City, Florida 33567

4. **Mailing Address**. The principal office and mailing address of the limited partnership is:

1304 Charlie Griffin Road
Plant City, Florida 33567

5. **Termination Date**. The latest date upon which the limited partnership is to dissolve is December 31, 2050.


Michael R. Marchner, General Partner
and Registered Agent


Mary C. Marchner, General Partner

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 18 PM 1:03

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, THE UNDERSIGNED AUTHORITY, personally appeared MICHAEL R. MARCHNER and MARY C. MARCHNER, known to me to be the general partners of MARCHNER ENTERPRISES, LTD., a Florida limited partnership, who, before me first duly sworn, declare as follows:

1. The amount of capital initially contributed to the Partnership by the limited partners is \$1,980.00.
2. The limited partners presently anticipate contributing additional funds to the Partnership; and the total amount contributed and anticipated to be contributed is \$10,000,000.00.

Michael R. Marchner
Michael R. Marchner, General Partner

Mary C. Marchner
Mary C. Marchner, General Partner

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

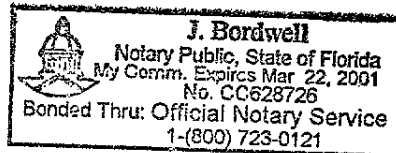
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 18 PM 1:03

The foregoing instrument was acknowledged before me this 14th of January, 2000, by
MICHAEL R. MARCHNER, who is personally known to me or who has produced
 as identification.

J. Bordwell
Print Name J. Bordwell

"NOTARY PUBLIC"

My Commission Expires:



STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 14th of January, 2000, by
MARY C. MARCHNER, who is personally known to me or who has produced
 as identification.

J. Bordwell
Print Name J. Bordwell

"NOTARY PUBLIC"

My Commission Expires:

