

JAMES P. HINES
 RANDY MILLER
 CHRISTOPHER H. NORMAN
 JAMES P. HINES, JR.
 STEPHEN C. SULLIVAN

HYDE PARK PROFESSIONAL CENTER
 315 S. HYDE PARK AVENUE
 TAMPA, FLORIDA 33606

TAXATION
 CORPORATION & BUSINESS LAW
 ESTATE PLANNING & ADMINISTRATION

(813) 251-8659
 FAX (813) 254-6153

December 31, 1999

Secretary of State
 Division of Corporations
 P.O. Box 6327
 Tallahassee, Florida 32314

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 -01/03/00--01076--003
 ***1810.00 ***1785.00

W-461

Re: **Certificate of Limited Partnership for OUR AGAPE, LLP**
Statement of Qualification for Florida Limited Liability Limited Partnership

Dear Sir or Madam:

Enclosed are an original and one copy of the Certificate of Limited Liability Partnership for OUR AGAPE, LLP, a Florida Limited Partnership. Also enclosed is a Statement of Qualification for Florida Limited Liability Limited Partnership. Please file the original Certificate, date stamp the copy and return the copy to our office.

Enclosed is a check in the amount of \$1,810.00 to cover the cost of the following expenses:

Limited Partnership Filing Fee	\$1,750.00
Registered Agent Fee	35.00
Statement of Qualification Filing Fee	<u>25.00</u>
Total	<u>\$1,810.00</u>

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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Thank you for your assistance. If you have any questions or comments regarding these filings, please do not hesitate to contact us.

Very truly yours,

Stephen C. Sullivan
 Stephen C. Sullivan

SCS:cn
 Enclosures

Check: \$1,810.00
 cc: Mr. & Mrs. Sakelson (w/ encls.)



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 6, 2000

HINES NORMAN & ASSOCIATES, P.L.
HYDE PARK PROFESSIONAL CTR
315 S HYDE PARK AVENUE
TAMPA, FL 33606

SUBJECT: OUR AGAPE, LLP
Ref. Number: W00000000461

We have received your document for OUR AGAPE, LLP and your check(s) totaling \$1810.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The suffix for a Limited Partnership can only be Ltd, or Limited partnership spelled out please correct your partnership certificate throughout.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 800A00000704

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OF

**OUR AGAPE, LLP,
a Florida Limited Partnership**

The undersigned general partners, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby state the following pursuant to Florida Statute §620.108(1):

(a) The name of the Partnership is OUR AGAPE, LLP ("the Partnership"), a Florida limited partnership.

The address of the office of the Partnership is:

70 Inness Drive South
Tarpon Springs, FL 34689

(b) The name and address of the agent for service of process for the Partnership is:

James P. Hines, Esquire
Hines Norman & Associates, P.L.
315 South Hyde Park Avenue
Tampa, Florida 33606

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TALLAHASSEE, FLORIDA

(c) The names and business addresses of the general partners of the Partnership are:

Michael J. Sakelson, as Trustee of the
Michael J. Sakelson Revocable Trust
70 Inness Drive South
Tarpon Springs, FL 34689

Thelma C. Sakelson, as Trustee of the
Thelma C. Sakelson Revocable Trust
70 Inness Drive South
Tarpon Springs, FL 34689

(d) The mailing address for the Partnership is:

P. O. Box 1772
Tarpon Springs, FL 34688

(e) The latest date upon which the Partnership shall dissolve is:

December 31, 2050

(f) **The Partnership shall become effective on January 1, 2000**

(g) The Partnership is authorized to issue 10,000 partnership units and will initially issue 5,000

partnership units.

The execution of this Certificate by the undersigned general partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the undersigned general partners of the Partnership, this 27th day of December, 1999.

MICHAEL J. SAKELSON REVOCABLE TRUST

James P. Harris
Witness
Stephen C. Zellmer
Witness

By: Michael J. Sakelson
Michael J. Sakelson, as Trustee of the
Michael J. Sakelson Revocable Trust,
General Partner

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THELMA C. SAKELSON REVOCABLE TRUST

James P. Harris
Witness
Stephen C. Zellmer
Witness

By: Thelma C. Sakelson
Thelma C. Sakelson, as Trustee of the
Thelma C. Sakelson Revocable Trust,
General Partner

The undersigned general partners of OUR AGAPE, LLP ("the Partnership"), a Florida limited partnership, hereby certify as follows pursuant to Florida Statute §620.108(1):

As of the date set forth hereinbelow, the amount of capital contributions of the limited partners of the Partnership is as follows:

\$0.00

As of the aforesaid date, the total amount anticipated to be contributed by the limited partners of the Partnership is as follows:

\$4,000,000

Under the penalties of perjury, we, Michael J. Sakelson, Trustee of a general partner of the Partnership and Thelma C. Sakelson, Trustee of a general partner of the Partnership, hereby declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.

IN WITNESS WHEREOF, this Affidavit of Capital Contributions has been executed by the undersigned general partners, this 27th day of December, 1999.

MICHAEL J. SAKELSON REVOCABLE TRUST

James P. Harris
Witness
Stephen C. Sullivan
Witness

By: Michael J. Sakelson
Michael J. Sakelson, as Trustee of the
Michael J. Sakelson Revocable Trust,
General Partner

THELMA C. SAKELSON REVOCABLE TRUST

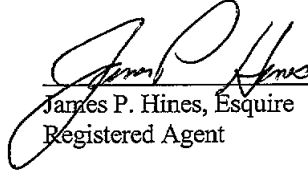
James P. Harris
Witness
Stephen C. Sullivan
Witness

By: Thelma C. Sakelson
Thelma C. Sakelson, as Trustee of the
Thelma C. Sakelson Revocable Trust,
General Partner

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having being named as registered agent for OUR AGAPE, LLP ("the Partnership"), a Florida limited partnership, in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statute §620.192.


James P. Hines, Esquire
Registered Agent

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TALLAHASSEE, FLORIDA