



THE UNITED STATES  
CORPORATION  
COMPANY

# A00000000308

ACCOUNT NO. : 072100000032

REFERENCE : 595435 4351925

AUTHORIZATION :

COST LIMIT : \$ PRE PAID

FILED  
00 FEB 21 PM 2:59  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS

ORDER DATE : February 21, 2000

ORDER TIME : 11:06 AM

ORDER NO. : 595435-010

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CUSTOMER NO: 4351925

\*\*\*1837.50 \*\*\*1837.50

CUSTOMER: Frank J. Yong, Esq  
CONE YONG STEWART & HOUSTON,  
CONE YONG STEWART & HOUSTON,  
P.o. Box 4550

Jacksonville, FL 32201

DOMESTIC FILING

NAME: WILLIAM KNABB INVESTMENTS,  
LTD.

EFFECTIVE DATE:

FILE 22

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DIVISION OF CORPORATIONS

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: Carrie Vaught

EXAMINER'S INITIALS:

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00 FEB 21 AM 11:23  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

h/c  
FF 2/21/00

**CERTIFICATE OF LIMITED PARTNERSHIP  
AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

**OF**

**WILLIAM KNABB INVESTMENTS, LTD.**

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CLERK OF THE COURT  
STATE OF FLORIDA

The undersigned general partner files this Certificate of Limited Partnership of William Knabb Investments, Ltd. with the Florida Secretary of State pursuant to the requirements of Section 620.108 of the Florida Revised Uniform Limited Partnership Act (the "Act"), in order to form a Florida limited partnership.

.1. NAME. The name of the limited partnership is William Knabb Investments, Ltd.

.2. Principal Place of Business And Mailing Address of The Office at Which The Records Required to Be Maintained by The Partnership Under The Act Are Kept Is: 447 East Boulevard South, Macclenny, Florida 32063.

.3. Registered Agent of The Limited Partnership Will Be: Frank J. Yong.

.4. Name And Address of The General Partner of The Partnership Are as Follows:

NAME

ADDRESS

William Knabb, Inc. 447 East Boulevard South, Macclenny, Florida 32063

.5. The Effective Date of This Limited Partnership Shall be: When this Certificate is filed with the Secretary of State.

.6. The Latest Date Upon Which The Limited Partnership Is to Be Dissolved And Its Affairs Wound up Will Be: December 31, 2050

.7. Contributions And Anticipated Contributions of Limited Partners: The limited partners will make initial capital contributions for their partnership interest of \$1,500,000 and it is anticipated that the limited partners may make additional capital contributions of up to \$500,000. The total amount anticipated to be contributed by the limited partners is \$2,000,00.

.8. Affirmation. Each general partner hereby acknowledges that pursuant to the Act:

.8.1 The execution of this certificate by the general partner constitutes an affirmation under penalties of perjury that the facts stated herein are true;

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COURT

.8.2 The general partner accepts the liability imposed by the Act on the general partner for a false statement contained in this certificate; and

.8.3 If, after the execution of this certificate a general partner knows that any arrangement or other fact described in this certificate has changed, making the statement inaccurate in any material respect, the general partner will forthwith cause this certificate to be canceled or amended, or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this 18<sup>th</sup> day of February, 2000.

By: Gwendolyn E. McCauley  
Gwendolyn E. McCauley, President  
William Knabb, Inc., General Partner

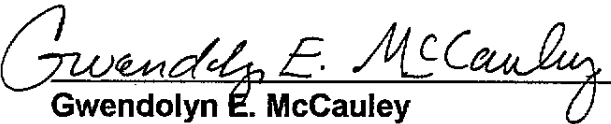
**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

RECEIVED BY THE STATE  
CLERK OF THE SUPREME COURT  
00 FEB 21 PM 2:54

In compliance with Sections 48.091 and 620.105 Florida Statutes, the following is submitted:

**William Knabb Investments, Ltd.**, desiring to organize or qualify under the laws of the State of Florida hereby designates Frank J. Yong its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1050 Riverside Avenue, Post Office Box 4550, Jacksonville, Florida 32201.

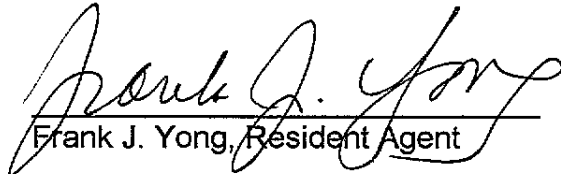
DATED this 18<sup>th</sup> day of February, 2000.



**Gwendolyn E. McCauley**  
President of William Knabb, Inc.  
General Partner

Having been named as registered agent to accept service of process for the above stated limited partnership, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 18<sup>th</sup> day of February, 2000.

  
Frank J. Yong, Resident Agent