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CLIENT/MATTER NUMBER
072903/0101

March 1, 2000

100406012280

Buck Kohr, Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

3/6

400003158204--8
-03/06/00--01027--024
****113.75 ****113.75

Re: Limited Partnership for Lisa Ann Rohde Harris, Ltd.

Dear Buck:

Enclosed please find for filing a Certificate of Limited Partnership and an Affidavit regarding the capital contribution for the above referenced entity. The total capital contribution will be \$10,000, and I have enclosed a check in the amount of \$113.75 to cover the cost of filing the limited partnership (\$70.00), designation of the registered agent fee (\$35.00), and a certificate of status (\$8.75) for our records.

Should you have any questions or need additional information, please do not hesitate to give me a call at 813-225-4110.

Sincerely,

Margo T. Valenti

Margo T. Valenti
Paralegal

Enclosure(s)

LP- 105.00 B/K
CERT 8.75 3/6/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR -6 PM 1:52

**CERTIFICATE OF LIMITED PARTNERSHIP OF
LISA ANN ROHDE HARRIS, LTD.
a Florida limited partnership**

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
00 MAR -6 PM 1:52

The undersigned General Partner, desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is LISA ANN ROHDE HARRIS, LTD.
2. The address of the office of the Partnership is:

3554 Friars Cove Road
St. Cloud, FL 34772

3. The name and address of the agent for service of process on the Partnership is Matthew J. Foster, Esq., Foley & Lardner, P.O. Box 3391, Tampa, Florida 33601-3391.
100 North Tampa Street, Suite 2700, Tampa, Florida 33602-5804

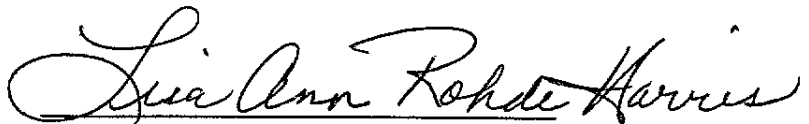
4. The name and address of the sole general partner is Lisa Ann Rohde Harris,
3554 Friars Cove Road, St. Cloud, Florida 34772.

5. The mailing address of the Partnership is 3554 Friars Cove Road, St.
Cloud, Florida 34772.

6. The latest date on which the Partnership shall dissolve is December 31,
2049.

The execution of this certificate by the undersigned General Partner 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 on behalf of the sole General Partner of LISA ANN ROHDE HARRIS, LTD. on 10
February, 2000.



Name: Lisa Ann Rohde Harris

Title: General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF Hillsborough

STATE OF FLORIDA
DIVISION OF CORPORATIONS
00 MAR -6 PM 1:52

Before me, the undersigned authority, personally appeared Lisa Ann Rohde Harris, the sole general partner of LISA ANN ROHDE HARRIS, LTD. (the "Partnership"), who was sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, Ten Thousand and No/100 (\$10,000) Dollars.

2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

Lisa Ann Rohde Harris
Applicant

Sworn to and subscribed before me on February 10, 2000, by Lisa Ann Rohde Harris

Matthew J Foster
Notary Public, State of Florida

Print Name: MATTHEW J Foster

My Commission Expires: _____

Personally Known X

OR

Produced Identification X

Type of Identification Produced:

D License

MATTHEW J FOSTER
Notary Public - State of Florida
My Commission Expires Sep 27, 2001
Commission # CC664562

(SEAL)

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for LISA ANN ROHDE HARRIS, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, 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.

REGISTERED AGENT:



Name: Matthew I. Foster, Esquire

Address: Foley & Lardner

P.O. Box 3391

Tampa, FL 33601-3391

FILED
DIVISION OF CORPORATIONS
00 MAR -6 PM 6:52