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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : ZIMMERMAN, SHUFFIELD, KISER & SUTCLIFFE, P.A.
Account Number : T19990000006
Phone : (407) 425 7010
Fax Number : (407) 425-2747

FLORIDA LIMITED PARTNERSHIP

B & K INVESTMENTS, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$1,785.00

RECEIVED
00 APR 27 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
00 APR 27 AM 11:58
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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
B & K INVESTMENTS, LTD.**

THE UNDERSIGNED, desiring to form the Limited Partnership of B & K INVESTMENTS, LTD. (the "Partnership"), pursuant to the Revised Uniform Limited Partnership Act of the State of Florida, hereby adopts, files, swears to and certifies this Certificate:

1. Name. The name of the Partnership is B & K INVESTMENTS, LTD. (the "Partnership").

2. Location of the Principal Office and Mailing Address of the Partnership. The principal office of the Partnership is located at and its mailing address is 4332 Hammersmith Drive, Clermont, Florida 34711.

3. Agent for Service of Process. The name and address of the agent for service of process on the Partnership shall be William R. Lowman, Jr., 315 E. Robinson Street, Suite 600, Orlando, Florida 32801.

4. Name and Business Address of the General Partner. The name and business address of the General Partner is as follows:

Harrison Property Management, Inc.
4332 Hammersmith Drive
Clermont, Florida 34711

p-42346

5. Term of the Partnership. The Partnership shall continue in existence until 11:59 P.M. on December 31, 2099, unless sooner terminated, liquidated or dissolved by law or in accordance with the Partnership Agreement.

6. Real Property. A conveyance or encumbrance of real property or any interest therein held in the name of the Partnership, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership's name by the General Partner.

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.

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SENT BY:

4-27- 0 ; 10:37 ; ZIMMERMAN LAW FIRM→

Fl Dept of State:# 9/ 5

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IN WITNESS WHEREOF, the parties hereby have sworn to and signed and will cause to be duly filed this Certificate of Limited Partnership. This Certificate is executed this 26th day of April, 2000.

"General Partner"

HARRISON PROPERTY MANAGEMENT, INC.

By:



Benjamin F. Harrison
Its President

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TALLAHASSEE FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Benjamin F. Harriosa, President of HARRISON PROPERTY MANAGEMENT, INC., as General Partner of B & K INVESTMENTS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon being duly sworn, certifies on behalf of the Partnership as follows:

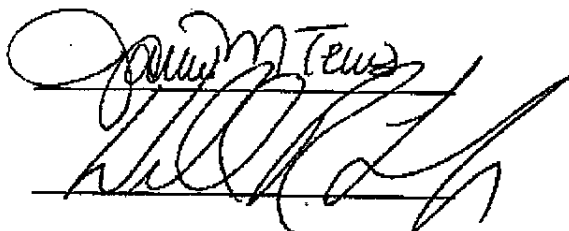
1. At this time, no capital has yet been contributed to the Partnership by the limited partners.
2. It is anticipated that the aggregate amount of capital to be contributed to the Partnership by the limited partners will total Two Million Dollars (\$2,000,000).

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, the undersigned declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

Signed, sealed and delivered
in the presence of:

HARRISON PROPERTY MANAGEMENT,
INC.

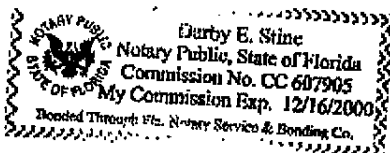


By: Ben F. Harrison
Benjamin F. Harrison
Its President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26th day of April, 2000, by Benjamin F. Harriosa, as President of HARRISON PROPERTY MANAGEMENT, INC., General Partner of B & K INVESTMENTS, LTD.

_____ Personally Known OR _____ Produced Identification;
Type of Identification Produced: Driver's license



Darby E. Stine
Signature of Notary Public

Name of Notary Public

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TALLAHASSEE FLORIDA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

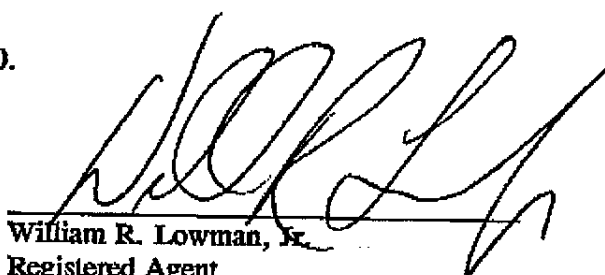
In compliance with Section 620.192, Florida Statutes, the following is submitted:

B & K INVESTMENTS, LTD., a limited partnership formed pursuant to the laws of the State of Florida with its registered office at 315 E. Robinson Street, Suite 600, Orlando, Florida 32801, has named and designated William R. Lowman, Jr., as its Registered Agent to accept service of process within the State of Florida at said address.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named limited partnership, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 26th day of April, 2000.



William R. Lowman, Jr.
Registered Agent

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