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CLARENCE F. FRAZIER
JOHN I. FISHBURNE, III

May 26, 2000

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

600003271196--6
-05/31/00--01008--010
***1785.00 ***1785.00

Re: **Davis Investments Company, Ltd.**

Dear Sir or Madam:

Enclosed please find an original and one copy of the Certificate of Limited Partnership and Affidavit of Capital Contributions of Davis Investments Company, Ltd.

Please file the original of the Certificate and Affidavit, and return the copy to me stamped "filed." Enclosed is our check in the amount of \$1,785.00 computed as follows:

Filing Fee	\$1,750.00
Registered Agent Fee	35.00
TOTAL	<u>\$1,785.00</u>

Please feel free to call if you have any questions.

Sincerely,

Clarence F. Frazier
Clarence F. Frazier

CFF/slw
Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A00-934

Name	6-9
Availability	
Document	
Expiring	
Updater	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	

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

OF

DAVIS INVESTMENTS COMPANY, LTD.

The undersigned general partner files this Certificate of Limited Partnership of Davis Investments Company, 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 Davis Investments Company, 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:** 295 Marsh Lakes Drive, Fernandina Beach, Florida 32034.

3. **REGISTERED AGENT OF THE PARTNERSHIP WILL BE:** William H. Davis, whose business address is 295 Marsh Lakes Drive, Fernandina Beach, Florida 32034.

4. **NAME AND ADDRESS OF THE GENERAL PARTNER OF THE PARTNERSHIP IS AS FOLLOWS:**

NAME

900-55466

ADDRESS

Davis Investments Company, Inc.

295 Marsh Lakes Drive
Fernandina Beach, Florida 32034

5. **THE EFFECTIVE DATE OF THE PARTNERSHIP SHALL BE:** when this Certificate is filed with the Secretary of State.

6. **THE LATEST DATE UPON WHICH THE PARTNERSHIP IS TO BE DISSOLVED AND ITS AFFAIRS WOUND UP WILL BE:** December 31, 2050.

7. **CONTRIBUTIONS AND ANTICIPATED CONTRIBUTIONS OF LIMITED PARTNER:** The limited partner will make an initial capital contribution for his partnership interest of \$3,000,000 and it is anticipated that the limited partner may make additional capital contributions of up to \$7,000,000. The total amount anticipated to be contributed by the limited partner is \$10,000,000.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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;

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 cancelled or amended, or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this 26th day of May, 2000.

Davis Investments Company, Inc.,
General Partner

By: Michael P. Davis
Michael Davis, President

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TALLAHASSEE, FLORIDA

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

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

DAVIS INVESTMENTS COMPANY, LTD., desiring to organize or qualify under the laws of the State of Florida hereby designates **William H. Davis** as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 295 Marsh Lakes Drive, Fernandina Beach, Florida 32034.

DATED this 26th day of May, 2000.

DAVIS INVESTMENTS COMPANY, INC.,
General Partner

Michael D. Davis
By: MICHAEL DAVIS, President

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 26th day of May, 2000.

William H. Davis
WILLIAM H. DAVIS, Registered Agent

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TALLAHASSEE, FLORIDA