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A00000001205

Ms. Brenda Tadlock  
Sr. Corporate Section Administrator  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 27 PM 12:21

RE: S & F Trading Company, L. L. P.

Dear Brenda:

700003339137--8  
-07/28/00--01041--010  
\*\*\*\*197.50 \*\*\*\*157.50

Pursuant to our telephone conversation, enclosed herewith please find the Certificate of Limited Partnership and the Affidavit of Capital Contributions for Florida Limited Partnership filled out and executed by my client.

Please file these documents with the documents, which I have already sent to you, which should complete the requirements for filing. I have already forwarded to you my check to cover the filing fees in keeping with our conversation.

As always, if you have any questions or comments, or need any further information, do not hesitate to contact me at your convenience.

Sincerely,

*Chris Drucas*  
Chris Drucas

*1000 18135*  
AUTHORIZATION BY PHONE TO  
CORRECT name & Suffix

DATE *7/27/00*

DOG EXAM *1000*

CD: ac

Enc.

Client	<i>1000 18135</i>
Availability	<i>1000 18135</i>
Document Examiner	<i>1000 18135</i>
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verityer	

FLCP

*1000 18135*  
7/31

FF \$70  
RA 35  
CC 52.50  
OP 40.00

*1000 18135*  
7/27/00

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July 13, 2000

Ms. Brenda Tadlock  
Sr. Corporate Section Administrator  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: S & F Trading Company, L. L. P. Registration

Dear Brenda:

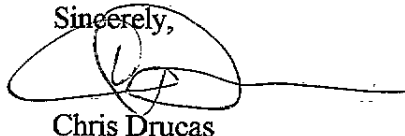
Having spoke with you by telephone this week, I am enclosing herewith a copy of the Limited Partnership Agreement, as well as, a Statement of Qualification for Florida Limited Liability Partnership and a Partnership Registration Statement with my client's fund check in the amount of \$197.50 to pay for the filing fees for the respective documents, as well as, the fees for the optional Certified Copies of each document and the Certificate of Status for each document. This Partnership is a Limited Partnership and, accordingly, be assigned the appropriate designation and number as such.

Please return the Certified Copies and Certificate of Status in the enclosed self-addressed stamped envelope.

If I can be of any further assistance to you, do not hesitate to contact me at your earliest possible convenience.

I thank you for your able assistance and anticipated cooperation.

Sincerely,

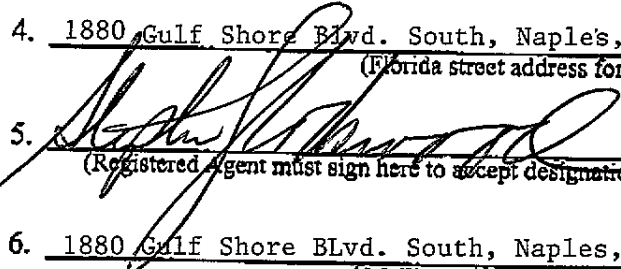
A handwritten signature in black ink, appearing to be "Chris Drucas", written over a horizontal line.

Chris Drucas

CD: ac  
Enc.  
CC: Client

✓

## CERTIFICATE OF LIMITED PARTNERSHIP

1. F & S Trading Company, Limited Partnership  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 1880 Gulf Shore Blvd. South, Naples, FL 34102  
(Business address of Limited Partnership)
3. Stephen J. Lockwood  
(Name of Registered Agent for Service of Process)
4. 1880 Gulf Shore Blvd. South, Naples, FL 34102  
(Florida street address for Registered Agent)
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1880 Gulf Shore Blvd. South, Naples, FL 34102  
(Mailing Address of the Limited Partnership)

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DIVISION OF CORPORATIONS

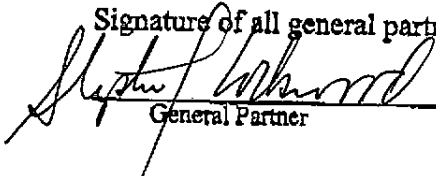
7. The latest date upon which the Limited Partnership is to be dissolved is: Dec. 31, 2030
8. Name(s) of general partner(s): \_\_\_\_\_ Street address: \_\_\_\_\_

<u>Stephen J. Lockwood</u>	<u>1880 Gulf Shore Blvd. South</u>
_____	<u>Naples, Florida 34102</u>
_____	_____
_____	_____

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 24th day of July, 2000.

Signature of all general partners:

  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of E & S Trading Company  
Limited Partnership

a Florida Limited Partnership, certify:

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DIVISION OF CORPORATIONS  
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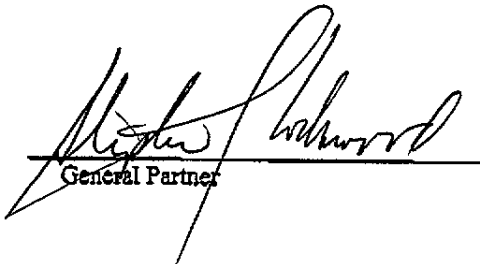
The amount of capital contributions to date of the limited partners is \$ 10,000

The total amount contributed and anticipated to be contributed by the limited partners at this time  
totals \$ 10,000

Signed this 24th day of July, 2000

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the  
contents thereof and that the facts stated herein are true and correct.*

  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner