

A00000001335

Holland & Knight LLP
Requester's Name
315 S. Calhoun St., suite 600
Address
Tallahassee, Fl. 32301 425-5675
City/State/Zip Phone #

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DIVISION OF CORPORATIONS
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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ATEM Partnership Ltd 200003375972
(Corporation Name) (Document #)
-08/29/00--01030--025
***1837.50 ***1837.50
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in
- Pick up time _____
- Mail out
- Will wait
- Photocopy 5
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

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TALLAHASSEE, FLORIDA
AUG 29 PM 1:11:29

Examiner's Initials

Handwritten initials

CERTIFICATE OF LIMITED PARTNERSHIP

Pursuant to Section 620.108 of the Florida
Revised Uniform Limited Partnership Act (1986)

The undersigned general partner hereby states that:

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1. The name of the limited partnership is ATEM PARTNERSHIP, LTD.
2. The address of the office and the name and address of the agent for service of process required to be maintained by Section 620.105 are:

ALLEN C. KRYGER
4330 Drane Field Road
Lakeland, Florida 33811

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3. The name and business address of the sole general partner are:

ATEM REAL ESTATE COMPANY, INC. P000000077918
4330 Drane Field Road
Lakeland, Florida 33811

4. A mailing address for the limited partnership is:

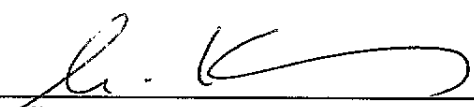
4330 Drane Field Road
Lakeland, Florida 33811
Attention: ALLEN C. KRYGER

5. The latest date upon which the limited partnership is to dissolve:
December 31, 2050.

6. An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is attached.

7. This certificate has been executed at Lakeland, Florida on August __,
2000.

ATEM PARTNERSHIP, LTD.

By: 
ALLEN C. KRYGER, President of
ATEM REAL ESTATE COMPANY, INC.,
General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared ALLEN C. KRYGER, as President of ATEM REAL ESTATE COMPANY, INC., who is the sole general partner of ATEM PARTNERSHIP, LTD., a Florida limited partnership (the "Partnership"), who, upon being sworn, certifies as follows:

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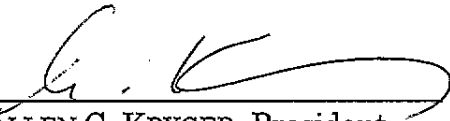
1. That ATEM REAL ESTATE COMPANY, INC. is the sole general partner of the Partnership.
2. The amount of the capital contributions of the limited partners of the Partnership is \$-0- as of this date.
3. The total amount of capital anticipated to be contributed by the limited partners of the Partnership is \$5,000,000.

Effective as of _____, 2000.

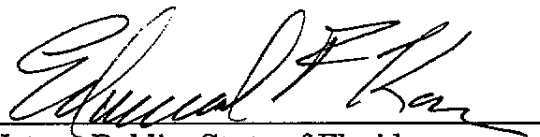
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FURTHER AFFIANT SAYETH NOT.

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


By ALLEN C. KRYGER, President
of ATEM REAL ESTATE COMPANY, INC.,
General Partner

LAK-165322.3


Notary Public--State of Florida
Print Notary Name: Edward F. Koren
My Commission Number is: CC 569468
My Commission Expires: 10/28/2000

Personally Known X
Produced Identification _____
Type of Identification _____

LAK1 #218174 v1



Edward F. Koren
MY COMMISSION # CC569468 EXPIRES
October 28, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 620.105, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT ATEM PARTNERSHIP, LTD.
(Name of Limited Partnership)

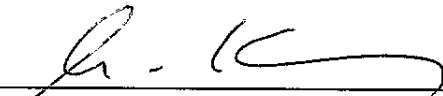
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WITH ITS PLACE OF BUSINESS AT: 4330 Drane Field Road
Lakeland, Florida 33811

HAS NAMED ALLEN C. KRYGER
(Name of Registered Agent)

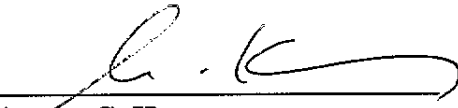
LOCATED AT: 4330 Drane Field Road
Lakeland, Florida 33811
(Street Address and Number of Building, Post
Office Box Addresses ARE NOT Acceptable)

CITY OF LAKE LAND, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


By ALLEN C. KRYGER., President
of ATEM REAL ESTATE COMPANY, INC.,
General Partner

Date: _____, 2000

Having been named to accept Service of Process for the above-stated Limited Partnership at the place designated in this certificate, ALLEN C. KRYGER hereby agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties and accepts the duties and obligations of Section 620.192, Florida Statutes.


ALLEN C. KRYGER
(Registered Agent)

Date: _____, 2000

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