

SEP 14 2000 4:00PM
Division of Corporations

HARLEE FORGES

NO 0799

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To:

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

From:

Account Name : HARLEE, FORGES, HAMLIN, KNOWLES, BALD & PROUTY, P.
Account Number : 076077002227
Phone : (941) 748-3770
Fax Number : (941) 746-4160

FLORIDA LIMITED PARTNERSHIP

HARLEE FAMILY LIMITED PARTNERSHIP

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
HARLLEE FAMILY LIMITED PARTNERSHIP**

STATE OF FLORIDA
COUNTY OF MANATEE

THIS CERTIFICATE is made this 6th day of September, 2000, by Peter S. Harlee, Jr., individually, and Peter S. Harlee, Jr., as Trustee of the Peter S. Harlee, Sr., Revocable Trust u/a/d 01/10/95, as amended, as the General Partners of the HARLLEE FAMILY LIMITED PARTNERSHIP, a Florida limited partnership.

1. NAME: The firm name and style under which the partnership is to be conducted shall be the HARLLEE FAMILY LIMITED PARTNERSHIP.

2. PLACE OF BUSINESS ADDRESS AND MAILING ADDRESS: The principal place of business and mailing address of the Limited Partnership is:

1803 21st Street West
Palmetto, Florida 34221

3. GENERAL PARTNERS ADDRESS: The name and business address of the General Partners are as follows:

Peter S. Harlee, Jr., individually
1803 21st Street West
Palmetto, Florida 34221

Peter S. Harlee, Jr., or his successor
or successors in trust, as Trustee of the
Peter S. Harlee, Sr., Revocable
Trust u/a/d 04/10/95, as amended
1803 21st Street West
Palmetto, Florida 34221

4. REGISTERED AGENT: The name and address of the Registered Agent is as follows:

Peter S. Harlee, Jr.
1803 21st Street West
Palmetto, Florida 34221

5. LATEST DATE OF DISSOLUTION: The latest date upon which the Limited Partnership is to be dissolved is December 31, 2050.

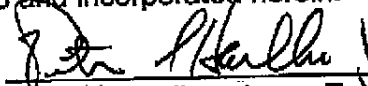
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6. AFFIDAVIT OF CAPITAL CONTRIBUTIONS: An Affidavit of Capital Contribution of the Limited Partners is attached hereto and incorporated herein.



Peter S. Harlee, Jr., individually, General Partner



Peter S. Harlee, Jr., as Trustee of the Peter S. Harlee, Sr., Revocable Trust u/a/d 04/10/95, as amended, General Partner

REGISTERED AGENT:

I, Peter S. Harlee, Jr., accept the designation by the HARLEE FAMILY LIMITED PARTNERSHIP, to serve as REGISTERED AGENT for the Partnership on the day and year first above written.

By:



Peter S. Harlee, Jr., Registered Agent

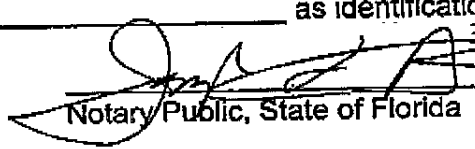
STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 16th day of September, 2000, by Peter S. Harlee, Jr., as General Partner of the HARLEE FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, on behalf of the limited partnership. He is personally known to me or produced _____ as identification.

(SEAL)



Joseph L. Najmy
My Commission CC920797
Expires April 24, 2004


Notary Public, State of Florida

(Type or Print Notary Name Here)

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 16th day of September, 2000, by Peter S. Harlee, Jr., as Trustee of the Peter S. Harlee, Sr., Revocable Trust u/a/d 01/10/95, as amended, as General Partner of the HARLEE FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, on behalf of the limited partnership. He is personally known to me or produced _____ as identification.

(SEAL)



Joseph L. Najmy
My Commission CC920797
Expires April 24, 2004


Notary Public, State of Florida

(Type or Print Notary Name Here)

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AFFIDAVIT OF CAPITAL CONTRIBUTIONSSTATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the General Partners of the HARLEE FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, did swear and affirm as follows:


The amount of capital contributions to date of the Limited Partners is \$2,000.00.

The total amount anticipated to be contributed by the Limited Partners is \$10,000,000.00, including all contributions received to date.

This 6th day of September, 2000.

FURTHER AFFIANT SAYETH NOT.

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


Peter S. Harlee, Jr., individually, General Partner
Peter S. Harlee, Jr., as Trustee of
the Peter S. Harlee, Sr.,
Revocable Trust u/a/d 01/10/95,
as amended, General PartnerThe foregoing instrument was acknowledged before me this 6th day of September, 2000, by Peter S. Harlee, Jr., as general partner of the Harlee Family Limited Partnership, a Florida limited partnership, on behalf of the limited partnership. He is personally known to me.

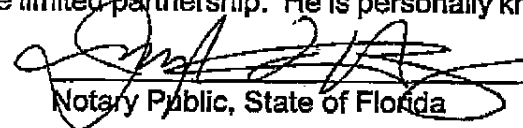
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Joseph L. Najmy
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(SEAL)

Joseph L. Najmy
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STATE OF FLORIDA