



THE UNITED STATES
CORPORATION
COMPANY

A 000000001455

ACCOUNT NO. : 072100000032

REFERENCE : 840134 4326591

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 22, 2000

ORDER TIME : 11:29 AM

ORDER NO. : 840134-010

CUSTOMER NO: 4326591

500003402125--8

-09/25/00--01005--014

***1837.50 ***1837.50

CUSTOMER: Amy Coates, Legal Assistant
Fowler White Gillen Boggs
Villareal & Banker, P.a.
Suite 1700
501 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC FILING

NAME: GAINES ENTERPRISES, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

FILED
00 SEP 25 PM 12:56
RECEIVED
09 SEP 25 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/2 9/25

CERTIFICATE OF LIMITED PARTNERSHIP
GAINES ENTERPRISES, LTD.

In accordance with Florida Statute Section 620.108, this Certificate of Limited Partnership shall be filed with the Department of State of Florida, setting forth the following:

1. **Name**. The name of this limited Partnership shall be "Gaines Enterprises, L.P."
2. **Registered Agent and Address**. The office and the name of the agent for service of process required to be maintained is as follows:

Casey Gaines
1761 Ocean View Drive
Tierra Verde, Florida 33715

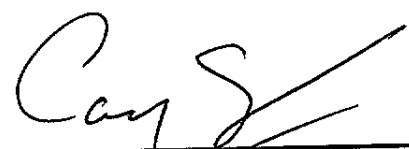
3. **General Partner**. The name and business address of the general partner is:

Casey Gaines
1761 Ocean View Drive
Tierra Verde, Florida 33715

4. **Mailing Address**. The principal office and mailing address of the limited partnership is:

1761 Ocean View Drive
Tierra Verde, Florida 33715

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



Casey Gaines, General Partner and
Registered Agent

FILED
00 SEP 25 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

FILED
00 SEP 25 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

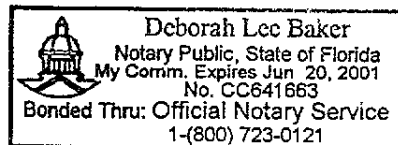
The foregoing instrument was acknowledged before me this 15th of September,
2000, by CASEY GAINES, who is personally known to me or who has produced
N/A as identification.

Deborah Lee Baker

Print Name Deborah Lee Baker

"NOTARY PUBLIC"

My Commission Expires:

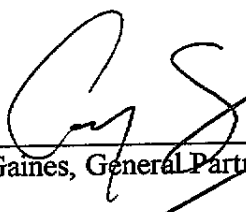


AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, THE UNDERSIGNED AUTHORITY, personally appeared CASEY GAINES, known to me to be the general partner of GAINES ENTERPRISES, LTD., a Florida limited partnership, who, before me first duly sworn, declare as follows:

1. The amount of capital initially contributed to the Partnership by the limited partners is \$1,980.00.

2. The limited partners presently anticipate contributing additional funds to the Partnership; and the total amount contributed and anticipated to be contributed is \$10,000,000.00.



Casey Gaines, General Partner

FILED
00 SEP 25 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

FILED
00 SEP 25 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 15th of September
2000, by CASEY GAINES, who is personally known to me or who has produced
N/A as identification.

Deborah Lee Baker

Print Name Deborah Lee Baker

"NOTARY PUBLIC"

My Commission Expires:

