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ATTORNEYS AND COUNSELORS AT LAW

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TALLAHASSEE, FLORIDA 32301  
(850) 224-9115 FAX (850) 222-7560

September 25, 2000

Division of Corporations  
Limited Partnership Section  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: Higdon Investments, Ltd.

300003403423--8  
-09/26/00--01005--011  
\*\*\*1785.00 \*\*\*1785.00

Dear Sir or Madam:

Enclosed for filing are an original and one copy of the Certificate of Limited Partnership, Certificate of Designation of Registered Agent and Affidavit of Capital Contribution for the Higdon Investments, Ltd. Our check for \$1,785 (\$1,750 for the filing fee and \$35 for the registered agent fee) is enclosed.

Please date stamp the enclosed copies, which will be picked up by our messenger. If you have any questions, please call.

Sincerely,

*E. Lamar Taylor*

E. Lamar Taylor

ELT\cv  
Enclosures

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*BJR 9/24*

FILED  
00 SEP 25 PM 7:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
00 SEP 25 PM 3:17  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
HIGDON INVESTMENTS, LTD.**

**A FLORIDA LIMITED PARTNERSHIP**

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00 SEP 25 PM 7:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned general partner, desiring to form a limited partnership, pursuant to the Florida Revised Uniform Limited Partnership Act, Chapter 620, Florida Statutes, hereby states the following:

1. The name of the partnership is Higdon Investments, Ltd. (the "Partnership").

2. The mailing address of the Partnership is 130 North Virginia Street, Quincy, Florida 32351, and the principal place of business of the Partnership is 217 North Monroe Street, Tallahassee, Florida 32301.

3. The name and address of the agent for service of process on the Partnership is Capital City Trust Company, 217 North Monroe Street, Tallahassee, Florida 32301, Attn: Randy Pople.

4. The name and address of the general partner of the Partnership is as follows:

Joseph Warren Higdon, Jr., Trustee  
1998 J. Warren Higdon Revocable Trust  
130 North Virginia Street  
Quincy, Florida 32351

5. The latest date upon which the Partnership shall dissolve is December 31, 2040.

6. The date of formation of the Partnership shall be the date of filing of this Certificate with the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of the Partnership this 19th of September, 2000.

**1998 J. WARREN HIGDON  
REVOCABLE TRUST**

By: Margaret Higdon Smith  
Name: Margaret Higdon Smith  
Title: Trustee

By: Joseph W. Higdon, Jr.  
Name: Joseph Warren Higdon, Jr.  
Title: Trustee

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA  
COUNTY OF GADSDEN

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00 SEP 25 PM 7:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared Joseph Warren Higdon, Jr., as Trustee of the 1998 J. Warren Higdon Revocable Trust, the sole general partner of Higdon Investments, Ltd., a Florida limited partnership (the "Partnership"), who, being by me duly sworn, certified as follows:

1. There have been no capital contributions made by limited partners as of the date hereof.

2. Capital contributions in the approximate amount of \$2,100,000 are anticipated to be made by the limited partners of the Partnership.

FURTHER AFFIANT SAYETH NOT.

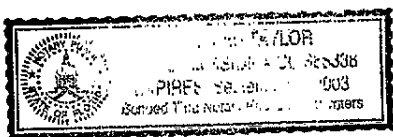
The execution of this Affidavit by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has executed this Affidavit this 19th day of September, 2000.

**1998 J. WARREN HIGDON  
REVOCABLE TRUST**

By: Joseph W. Higdon, Jr.  
Name: Joseph Warren Higdon, Jr.  
Title: Trustee

The foregoing instrument was acknowledged before me this 18th day of September, 2000, by Joseph Warren Higdon, Jr., who is ( ☒ ) personally known to me or ( ☐ ) provided \_\_\_\_\_ as identification and who did not take an oath.



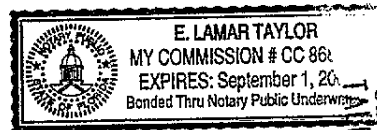
E. Taylor  
Signature of Notary Public  
Notary Stamp/Seal:

**1998 J. WARREN HIGDON  
REVOCABLE TRUST**

By: Margaret Higdon Smith  
Name: Margaret Higdon Smith  
Title: Trustee

The foregoing instrument was acknowledged before me this 19th day of September, 2000, by Margaret Higdon Smith, who is ( ☒ ) personally known to me or ( ☐ ) provided \_\_\_\_\_ as identification and who did not take an oath.

E. Lamar Taylor  
Signature of Notary Public  
Notary Stamp/Seal:



**FILED**  
**00 SEP 25 PM 7:36**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTIONS 620.105 AND 620.192, FLORIDA STATUTES, THE UNDERSIGNED LIMITED PARTNERSHIP, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited partnership is:

**HIGDON INVESTMENTS, LTD.**

2. The name and address of the registered agent and office is:

**Capital City Trust Company  
217 North Monroe Street  
Tallahassee, Florida 32301  
Attention: Randolph M. Pople**

**FILED  
00 SEP 25 PM 7:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

*Having been named as registered agent and 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: September 25, 2000

  
\_\_\_\_\_  
**RANDOLPH M. POPL**