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Web Site: <http://www.southeast-title.com>



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 31, 2000

SOUTHEAST TITLE GROUP LLP
1101 N. PALAFOX STREET
PESANCOLA, FL 32501

SUBJECT: L&R TITLE GROUP, LTD.
Ref. Number: W00000021405

We have received your document for L&R TITLE GROUP, LTD. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 620.108, Florida Statutes, an affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners must accompany the certificate of limited partnership. The affidavit must be signed by all general partners.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 900A00046486

FILED
00 SEP 27 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF
L&R TITLE GROUP, LTD.**

The undersigned, pursuant to the provisions of Chapter 620, Florida Statutes, files the following Certificate of Limited Partnership evidencing the formation of that limited partnership known as L&R TITLE GROUP, LTD. under that partnership agreement executed herewith.

I. NAME AND PRINCIPAL OFFICE

The partnership shall be conducted under the name of L&R TITLE GROUP, LTD. The principal office and mailing address of the limited partnership shall be 995 S. R. 434 N., Suite 514, Altamonte Springs, Florida 32714.

II. REGISTERED OFFICE, REGISTERED AGENT

The address of the initial registered office of this partnership in the State of Florida shall be 995 S. R. 434 N., Suite 514, Altamonte Springs, Florida 32714, and the name of the registered agent of this partnership at that address is Frank E. Stevenson.

III. CHARACTER OF BUSINESS

The character of business intended to be transacted by this partnership shall be the providing of real estate title insurance and related title services and the conduct of any other business in which a limited partnership may engage under the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

IV. NAME AND ADDRESS OF GENERAL PARTNER

(1) General Partner. The name and address of the general partner of this partnership is as follows:

Southeast Title Group, LLP
995 S.R. 434 N., Suite 514
Altamonte Springs, Florida 32714


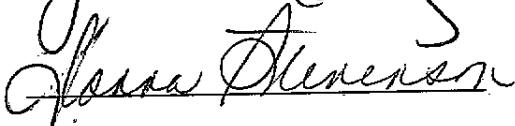
LLP-529

V. TERM OF LIMITED PARTNERSHIP

The term for which the partnership is to exist begins upon the date this Certificate of Limited Partnership is filed with the Secretary of State of the State of Florida, and shall continue for a term of five (5) years unless sooner terminated by law, the filing of a Certificate of Cancellation or under the provisions of the Agreement of Limited Partnership.

IN WITNESS WHEREOF, the General Partner hereto has executed this Certificate of Limited Partnership on the date hereinafter set forth.

WITNESSES:

GENERAL PARTNER:
SOUTHEAST TITLE GROUP, LLP

By: Frank E. Stevenson

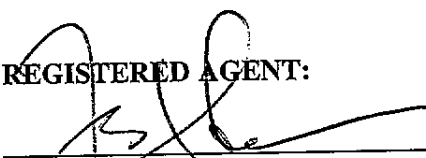
Date: 5/09/00, 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for L&R TITLE GROUP, LTD. a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


Frank E. Stevenson

STATE OF FLORIDA

COUNTY OF SEMINOLE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared the undersigned, as General partner of L&R TITLE GROUP, Ltd. , hereinafter referred to as the "Partnership", who upon being duly sworn, certified as follows:

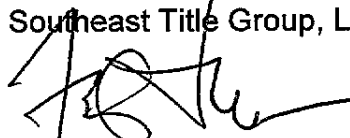
1. The total amount of capital contributions to the partnership made by the limited partners is \$1750.00.
2. The amount of additional capital contributions anticipated to be contributed by each limited partner are as follows:

NO ADDITIONAL CAPITAL CONTRIBUTIONS ANTICIPATED AT THIS TIME.

FURTHER, Affiant sayeth not.


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

GENERAL PARTNER:
Southeast Title Group, LLP


By: Frank E. Stevenson

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Sworn to and subscribed before me this 25TH day of SEPTEMBER 2000, by FRANK E STEVENSON, who (x) is personally known to me, or () has produced NA as identification, bearing identification number NA.


(Signature of Notary Public)

[Notarial Seal]

VICKIE D NELSON
(Print, Type, or Stamp Name of Notary)
Commission Number: CC596524



Vickie D Nelson
My Commission 00596524
Expires December 15, 2000