



THE UNITED STATES
CORPORATION
COMPANY

A00000001618

ACCOUNT NO. : 072100000032

REFERENCE : 877138 83930A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 26, 2000

ORDER TIME : 12:05 PM

ORDER NO. : 877138-005

CUSTOMER NO: 83930A

CUSTOMER: Ms. Linda Lacertosa
Frazier Hotte & Associates, Pa

Suite 826
2400 East Commercial Boulevard
Ft. Lauderdale, FL 33308

DOMESTIC FILING

NAME: LONGSTAR TEXACO OF SAWGRASS,
LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

800003440828--8
-10/26/00--01051--020
***1837.50 ***1837.50

FILED
00 OCT 26 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 OCT 26 PM 12:55
DIVISION OF CORPORATION

Bj
10/26

**CERTIFICATE OF LIMITED PARTNERSHIP OF
LONGSTAR TEXACO OF SAWGRASS, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State, State of Florida, this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership ("Partnership") is Longstar Texaco of Sawgrass, Ltd..

2. The address of the office in the State of Florida, which will keep the records of the Partnership required to be maintained by §620.106 of the Florida Revised Uniform Limited Partnership Act (1986) ("Act") is:

6550 North Federal Highway
Suite 240
Fort Lauderdale, Florida 33308

3. The name and address of the agent for service of process required to be maintained by §620.105(2) of the Act is:

Robert W. Frazier, Jr., Esq.
Frazier, Hotte & Associates, P.A.
2400 East Commercial Boulevard
Suite 826
Fort Lauderdale, Florida 33308

4. The names and business addresses of the General Partner of the Partnership is as follows:

GENERAL PARTNER

BUSINESS ADDRESS

Chambliss Development Corp.

6550 North Federal Highway
Suite 240
Fort Lauderdale, Florida 33308

L 51506

5. The mailing address for the Partnership is as follows:

6550 North Federal Highway
Suite 240
Fort Lauderdale, Florida 33308

6. The latest date upon which the Partnership is to dissolve is January 1, 2031, unless otherwise continued in accordance with the terms of an amendment to this Certificate of Limited Partnership.

IN WITNESS WHEREOF, the undersigned, being the General Partner of Longstar Texaco of Sawgrass, Ltd. has hereunto subscribed its hands and seals to this Certificate dated this 25th day of October, 2000.

GENERAL PARTNER:

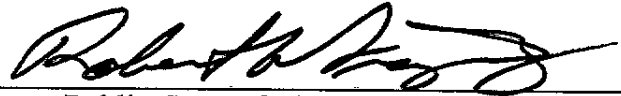
Chambliss Development Corp.,
corporation

By:

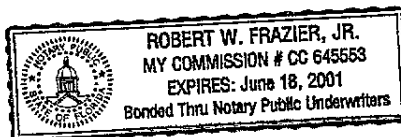

JOE A. CHAMBLISS

Executive Vice President/Secretary

Subscribed and sworn to before me this 25th day of October, 2000 by Joe A Chambliss, as Executive Vice President/Secretary of Chambliss Development Corp., who is personally known to me.


Notary Public-State of Florida

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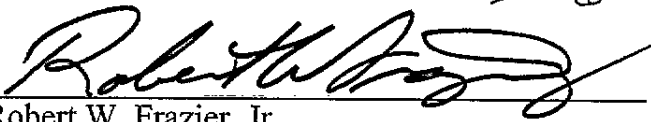


**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN CERTIFICATE OF LIMITED PARTNERSHIP**

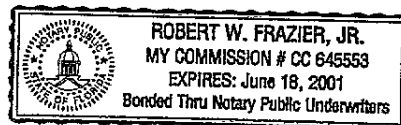
LONGSTAR TEXACO OF SAWGRASS, LTD.

The undersigned, ROBERT W. FRAZIER, JR., ESQ., having a place of business at 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308 and having been designated as the Registered Agent in the Certificate of Limited Partnership of Longstar Texaco of Sawgrass, Ltd., am familiar with and accept the obligations of the position of Registered Agent of Longstar Texaco of Sawgrass, Ltd., under Chapter 620, Florida Statutes.

Dated this 25th day of October, 2000.


Robert W. Frazier, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERSHIP OF
LONGSTAR TEXACO OF SAWGRASS, LTD.**


STATE OF FLORIDA)
 : ss
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Joe A. Chambliss, Executive Vice President/Secretary of Chambliss Development Corp., a Florida corporation, General Partner of Longstar Texaco of Sawgrass, Ltd. ("Partnership"), a Florida limited partnership, who, being first duly sworn, states as follows:


The Limited Partners' contributions to the Partnership total Fifty Thousand (\$50,000.00) Dollars at this time and future contributions of limited partners are anticipated to be Four Hundred and Seven Thousand (\$407,000.00) Dollars.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State, State of Florida, along with the Certificate of Limited Partnership.

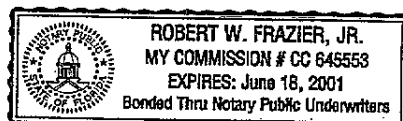
GENERAL PARTNER: Chambliss Development Corp., a Florida corporation

By: 
Joe A. Chambliss
Executive Vice President/Secretary

Subscribed and sworn to before me this 25th day of October 2000 by Joe A. Chambliss, as Executive Vice President/Secretary of Chambliss Development Corp., who is personally known to me.


Notary Public-State of Florida

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