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* CERTIFIED BY FLORIDA BAR
WILLS, TRUSTS AND ESTATES AND
FELLOW, AMERICAN COLLEGE OF
TRUST AND ESTATE COUNSEL

November 9, 2000

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

VIA FEDERAL EXPRESS

Re: Bridge Family Interests, Ltd. and Bridge GP, Inc.

700003461337--5
-11/13/00--01091--004
***1855.00 ***1785.00

Dear Sir or Madam:

I am enclosing the following documents relating to the establishment of a Florida limited partnership and a Florida corporation which is the general partner of the limited partnership:

1. Certificate of Bridge Family Interests, Ltd. signed by Suzanne B. Oakley, President of Bridge GP, Inc., General Partner, and attached Affidavit regarding Capital Contributions (in duplicate).
2. Articles of Incorporation of Bridge GP, Inc. (in duplicate).
3. Check in the amount of \$1,855, representing the filing fee (\$35) and Registered Agent Designation (\$35) for Bridge GP, Inc., \$35 for the Registered Agent Designation for Bridge Family Interests, Ltd. and \$8,750 as the maximum fee for establishing Bridge Family Interests, Ltd.

Please call me if you have any questions or need any additional information. Otherwise, please send me a date-stamped copy of the Articles of Incorporation and Certificate of Limited Partnership along with the appropriate Certificates indicating the entities have been organized.

Very truly yours,


Stephen J. Aucamp

SJA/bhs

Enclosures

cc: Scott R. Bridge

Suzanne B. Oakley

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FEDERAL EXPRESS
TALLAHASSEE, FLORIDA

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CERTIFICATE OF BRIDGE FAMILY INTERESTS, LTD.

THIS CERTIFICATE is executed on September 26, 2000, with respect to the Agreement of the Bridge Family Interests, Ltd. ("the Partnership").

1. Name. The partnership's name is Bridge Family Interests, Ltd.
2. Registered Agent. The name and post office address of the partnership's registered agent is:

Robert D. Chapin
1201 George Bush Boulevard
Delray Beach, FL 33483

3. Specified Office. The mailing address for the limited partnership and the office at which the partnership's records are kept is:

BRIDGE GP, INC.
c/o Suzanne B. Oakley, President
1201 George Bush Boulevard
Delray Beach, FL 33483

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TALLAHASSEE, FLORIDA


4. Partners. The name and post office address of the general partner is:

BRIDGE GP, INC.
1201 George Bush Boulevard
Delray Beach, FL 33483

5. Dissolution. The latest date on which the limited partnership is to be dissolved and its affairs wound up is December 31, 2050.

6. An Affidavit declaring the amounts of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is attached as Schedule "A".

IN WITNESS WHEREOF, the undersigned sole general partner has caused this certificate to be signed and sealed on the day and year first above written.


Suzanne B. Oakley, President
BRIDGE GP, INC.
General Partner

STATE OF CONNECTICUT

COUNTY OF FAIRFIELD

On this 26th day of September, 2000, before me personally came Suzanne B. Oakley, President of Bridge GP, Inc., who is personally known to me, who did not take an oath, and who executed the foregoing document and he acknowledged to me that he executed the same for the purposes expressed therein.

Mary Rackup
Notary Public
my comm ex 12-31-04

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TALLAHASSEE, FLORIDA

AFFIDAVIT RE: CAPITAL CONTRIBUTIONS

STATE OF ~~FLORIDA~~ CT

COUNTY OF ~~PALM BEACH~~ FAIRFIELD

We , the undersigned, hereby declare that the amount of capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is as follows:

Bank One, N.A., as trustee of the Revocable Indenture of Trust of Jean S. Lontz originally dated 9/22/81	(99.9%)	\$ 5,200,000
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Bridge GP, Inc.	(.1%)	\$ 5,205
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BANK ONE, N.A., as trustee of the
Revocable Indenture of Trust of Jean
S. Lontz originally dated 9/22/81

Suzanne B. Oakley
Suzanne B. Oakley, as President
of Bridge GP, Inc.

By: *Jerome L. Lachry*
Its: *First Vice President*

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NOTARY PUBLIC
STATE OF FLORIDA
J. MASSIE

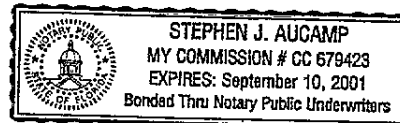
Sworn to and subscribed before me this 26th day of September, 2000, by SUZANNE B. OAKLEY, who is personally known to me.

Cheryl Phackup
NOTARY PUBLIC
mycommex 12-31-04

Sworn to and subscribed before me this 30 day of September, 2000, by Jerome L. Lathrop, as First Vice President of BANK ONE, N.A., who is personally known to me.



NOTARY PUBLIC



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
SECRETARY OF STATE**

**CERTIFICATE OF ACCEPTANCE OF APPOINTMENT
BY RESIDENT AGENT**

In the Matter of Bridge Family Interests, Ltd., a Florida limited partnership, Bridge GP, Inc., with an address at 1201 George Bush Boulevard, City of Delray Beach, County of Palm Beach, State of Florida, hereby accepts the appointment as Resident Agent of the above-entitled limited partnership in accordance with Florida Statute § 620.105.

FURTHERMORE, that the registered office in this state is located at 1201 George Bush Boulevard, Delray Beach, Florida 33483.

IN WITNESS WHEREOF, I have hereunto set my hand this 30th day of September, 2000

BRIDGE GP, INC.

By: _____

Robert D. Chapin
Resident Agent

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TALLAHASSEE, FLORIDA

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