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HUME & JOHNSON P.A.

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-12/13/00--01052--006
***1785.00 ***1785.00

December 11, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: RALPH FAMILY ENTERPRISES, LTD.

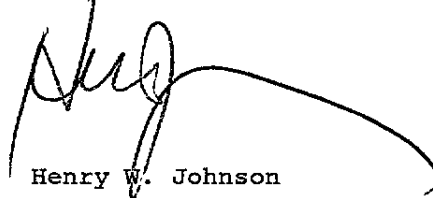
Greetings:

Enclosed relative to the above matter, please find a Certificate of Limited Partnership, Affidavit of Capital Contributions for Florida Limited Partnership and our firm's trust account check #33949 payable to the Florida Department of State in the amount of \$1,785.00 representing filing fee and registered agent designation.

If you require anything further, please do not hesitate to call.

Sincerely,

HUME & JOHNSON P.A.


Henry W. Johnson

HWJ/jw
Enclosures
F:\clients\RALPH\Div Corp.Ltr.rpd

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TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP

1. RALPH FAMILY ENTERPRISES, LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 7001 N.W. 4th Street, Plantation, Florida 33317
(Business address of Limited Partnership)
3. THOMAS M. RALPH
(Name of Registered Agent for Service of Process)
4. 7001 N.W. 4th Street, Plantation, Florida 33317
(Florida street address for Registered Agent)
5. 7001 N.W. 4th Street, Plantation, Florida 33317
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. X *Thomas M. Ralph*
7001 N.W. 4th Street, Plantation, Florida 33317
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: perpetual

8. Name(s) of general partner(s):

Street address:

THOMAS M. RALPH

7001 N.W. 4th Street
Plantation, Florida 33317

JUDITH C. RALPH

7001 N.W. 4th Street
Plantation, Florida 33317

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 30 day of November, 2000

Signature of all general partners:

X *Thomas M. Ralph*
General Partner
Judith C. Ralph
General Partner
General Partner

General Partner

General Partner

General Partner

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ALABAMA
STATE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of _____

RALPH FAMILY ENTERPRISES, LTD.,

a Florida Limited Partnership, certify:

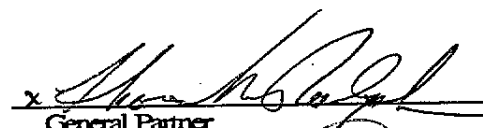
The amount of capital contributions to date of the limited partners is \$ 160,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 1,000,000.00.

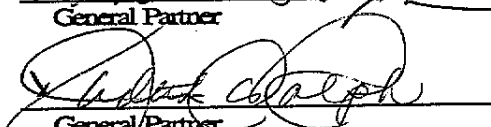
Signed this 30 day of November, 2000.

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*


General Partner

General Partner


General Partner

General Partner

General Partner

General Partner

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