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12-22-00

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

Re: Gerald L. VanDerHeyden Family Limited Partnership #1

Please find enclosed a Certificate of Limited Partnership for the above reference to be recorded. I have enclosed a check for \$666.75 for the recording fee and to include registered agent and certificate under seal.

Thanks

Gerald L. VanDerHeyden
365 South Carolina Ave.
Lake Alfred, Florida 33850
706-544-9329wk

W-30297

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****666.75 ****666.75



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TALLAHASSEE FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 29, 2000

GERALD L. VANDERHEYDEN
356 SOUTH CAROLINA AVE.
LAKE ALFRED, FL 33850

SUBJECT: GERALD L. VANDERHEYDEN FAMILY LIMITED PARTNERSHIP #1
Ref. Number: W00000030297

We have received your document for GERALD L. VANDERHEYDEN FAMILY LIMITED PARTNERSHIP #1 and your check(s) totaling \$666.75. 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 note that both of your submissions show the same name, although your cover letters identify them as "#1" and "#2." Please correct both documents to show the names including the numerals.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 500A00064799

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CERTIFICATE OF LIMITED PARTNERSHIP

1. GERALD L. VANDER HEYDEN FAMILY LIMITED PARTNERSHIP # 1
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 365 SOUTH CAROLINA AVENUE LAKE ALFRED FLORIDA 33850
(Business address of Limited Partnership)

3. GERALD L VANDER HEYDEN
(Name of Registered Agent for Service of Process)

4. 365 SOUTH CAROLINA AVENUE LAKE ALFRED , FLORIDA 33850
(Florida street address for Registered Agent)

5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 365 SOUTH CAROLINA AVENUE LAKE ALFRED , FLORIDA 33850
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 25 YRS

8. Name(s) of general partner(s): _____ Street address: _____

GERALD L VANDER HEYDEN

365 SOUTH CAROLINA AVENUE LAKE ALFRED, FLORIDA

SANDARA K VANDER HEYDEN

365 SOUTH CAROLINA AVENUE LAKE ALFRED, FL

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 9TH day of JANURARY, 2001

Signature of all general partners.



General Partner



General Partner

General Partner

General Partner

General Partner

General Partner

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Certificate of Limited Partnership

Of

The GERALD L VANDER HEYDEN FAMILY

Limited Partnership #1

This Certificate of Limited Partnership, made and entered into as of the 9th day of DECEMBER, 2000, at LAKE ALFRED, FLORIDA, by the following, herein called "General Partners":

GERALD L VANDER HEYDEN

SANDARA K VANDER HEYDEN

and the following, hereinafter referred to as "Limited Partners":

GERALD L VANDER HEYDEN

SANDARA K VANDER HEYDEN

ERIC M. VANDER HEYDEN

WITNESSETH:

1. *Name.* The name of this Limited Partnership is **THE** GERALD L VANDER HEYDEN FAMILY / **LIMITED PARTNERSHIP.**

2. *Business.* The general character of the Partnership business shall be to HOLD&MANAGE REAL ESTATE and conduct a general business as thereto related.

3. *Principal Place of Business.* The location of the principal place of business of the Partnership is LAKE ALFRED, POLK, FLORIDA.

4. *Registered Agent and Office.* The registered agent for this Limited Partnership is Gerald I. VanderHeyden. The street address of the registered agent and the registered office is 365 S. Carolina Ave, Lake Alfred, FLORIDA 33850.

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5. *The Partners.* The General Partners and Limited Partners of this Limited Partnership are as follows:

GENERAL PARTNERS:

Place of Business:

GERALD L VANDER HEYDEN

365 SOUTH CAROLINA AVE

LAKE ALFRED, FLORIDA

SANDARA K VANDER HEYDEN

365 SOUTH CAROLINA AVE

LAKE ALFRED, FLORIDA

LIMITED PARTNERS:

Place of Business:

ERIC M VANDER HEYDEN

365 SOUTH CAROLINA AVE

LAKE ALFRED, FLORIDA

⑥ _____

②④ _____

⑥ _____

②④ _____

⑥ _____

②④ _____

6. *Term.* The Partnership shall begin on the 9th day of DECEMBER, 2000 and shall continue for 25 years thereafter unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the Partners.

7. *Additional Contributions.* No additional contributions of the Limited Partners have been agreed upon.

8. *Return of Contributions.* No Limited Partner shall be entitled to withdraw or demand the return of any part of such Partner's capital contribution except upon dissolution of the Partnership.

9. *Profits.* All annual net profits of the Partnership shall be divided among the General and Limited Partners in the same proportions as the Partners' then capital interest accounts, unless retained for the Partnership investment and business activities.

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10. *Assignments.* A Limited Partner shall have the right to sell such Partner's interest in the Partnership but only after such Limited Partner gives to the Partnership a 120-day opportunity to purchase such interest, as explained in detail by the Partnership Agreement.

11. *Additional Limited Partners.* The General Partner may admit additional limited partners.

12. *Priority Among Limited Partners.* There is no priority of one Limited Partner over another as to the contributions or compensation by way of income.

13. *Continuance of Business.* Upon the death, retirement, or insanity of the surviving General Partner, the Partnership shall dissolve unless continued by the remaining Partners and selecting when necessary a new General Partner. If the last surviving or serving General Partner has died, retired, and/or becomes insane, then the Limited Partners holding interest in capital in excess of fifty percent (50%) of the capital owned by all Limited Partners may elect to continue the Partnership by selecting a new General Partner.

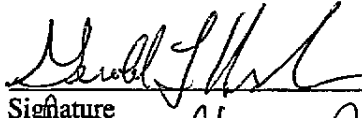
14. *Property Other Than Cash.* A Limited Partner may not demand property other than cash in return for such Partner's contributions.

15. *Amount of Cash and Agreed Value and Description of Other Property Contributed.* The Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A" attached hereto, with an agreed value of 89,689.

PARTNERS	PERCENTAGE INTEREST	CONTRIBUTION
GERALD L VANDER HEYDEN	10%	8,968.
SANDARA K VANDER HEYDEN	90%	80,721.

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GENERAL PARTNERS:


Signature


Signature

LIMITED PARTNERS:

Signature

Signature

Signature

Signature

Signature

Signature

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Schedule "A"

Attached to THE GERALD L VANDER HEYDEN LIMITED PARTNERSHIP,
dated the 9th day of DECEMBER, 2000.

1. The following real estate subject to the encumbrances owed thereon, to-wit:

The above-described real estate is hereby conveyed to said _____
LIMITED PARTNERSHIP with Grantors retaining the obligation to personally pay all obligations thereon if any presently exist.

2. The following accounts in the following institutions, together with all future additions, interest, or accumulations therein:

SUN TRUST BANK, MID FLORIDA, N.A. 595 CYPRESS GARDENS BOULEVARD
WINTER HAVEN, FLORIDA 33880
CHECKING ACCOUNT# 0529002032937
CERTIFICATE OF DEPOSIT CUSTOMER#0000084796 INVESTMENT #0002695

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3. The following securities in the following companies:

⑭ _____

4. The following vehicles:

5. All rights, title, and interests in and to the following:

DATED the 9th day of December, 2000

Gerald H. H. H.
Signature

Sandra Vande Hout
Signature

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FLORIDA

STATE OF GA)

COUNTY OF Muscogee) §

On the 9th day of December, 2000, personally appeared before me Gerald & Sandra H. H. the signer of the within instrument, who duly acknowledged to me that said General Partner(s) executed the same.

Spencer H. H. H.
Notary Public

2444 West Britt David Rd 2207, Columbus,
Residing at: GA 31909

My Commission Expires February 17th, 2004

My commission expires:

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

The undersigned constituting all of the general partners of GERALD L VANDER HEYDEN
FAMILY LIMITED PARTNERSHIP #1
a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 89,689.00.

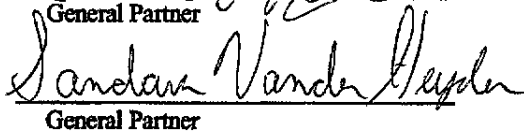
The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 89,689.00.

Signed this 9TH day of JANURARY, 2001.

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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