

**TODD WATSON**  
**ATTORNEY AT LAW**

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7785 BAYMEADOWS WAY  
JACKSONVILLE, FLORIDA 32256

TELEPHONE (904) 739-9747  
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January 11, 2001

*A010000000000096*

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

000003539620--9  
-01/17/01--01014--001  
\*\*\*1837.50 \*\*\*1837.50

Re: The Hodges Limited Partnership

Dear Sir:

Enclosed are the following:

1. Certificate of The Hodges Limited Partnership;
2. Acceptance of Appointment as Registered Agent;
3. Affidavit of Capital Contributions; and
4. Our check #596 in the amount of \$1,837.50 of which \$1,750.00 represents the filing fee for the Limited Partnership, \$35.00 represents the registered agent fee and \$52.50 represents the fee for a certified copy of the Certificate of Limited Partnership.

Please file these documents on behalf of The Hodges Limited Partnership. Please contact our office should you have any questions concerning this matter.

Sincerely,

*Ginger Cassada*

Ginger Cassada  
Legal Assistant

Enclosures

/gc

FILED  
01 JAN 17 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


*SL*

## CERTIFICATE OF THE HODGES LIMITED PARTNERSHIP

THIS CERTIFICATE is executed on the 28th day of July, 2000, with respect to the agreement of The Hodges Limited Partnership ("the Partnership").

1. Name. The Partnership's name is The Hodges Limited Partnership.
2. Partnership's Business. The Partnership's business is owning, developing, leasing, managing, and selling real estate, and all other related acts. The Partnership may also do all other acts permitted for limited partnerships under the laws of the State of Florida.
3. Partnership's Address: The Partnership's principal place of business address is 333 2nd Street, Cedar Key, Florida, 32625, and mailing address is P.O. Box 249, Cedar Key, Florida, 32625.
4. Registered Agent. The street and mailing address of the registered agent of the Partnership is 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256, and the name of the registered agent at that address is Todd Watson, Attorney at Law.
5. General Partner: RSM Hodges, Inc. a validly existing Florida Corporation #P00000113785, is the sole general partner, and its principal place of business address is 333 2nd Street, Cedar Key, Florida, 32625, and mailing address is P.O. Box 249, Cedar Key, Florida, 32625.
6. Dissolution. The latest date on which the limited partnership is to be dissolved and its affairs wound up is December 31, 2030.

IN WITNESS WHEREOF, the undersigned, William Hal Hodges, as President of Hodges, Inc., the Partnership's general partner, has signed and sealed this certificate, on the day and year first above written.

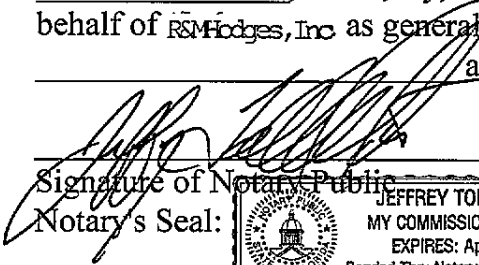


William Hal Hodges, as President of R & M  
Hodges, Inc., General Partner

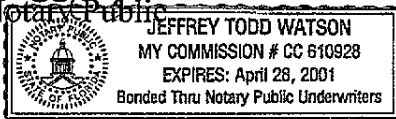
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01 JAN 17 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA  
COUNTY OF LEVY**

The foregoing instrument was acknowledged in my presence this 28<sup>th</sup> day of July, 2000, by, William Hal Hodges, as President R & M Hodges, Inc. on behalf of R & M Hodges, Inc as general partner, who has produced FDL #H322-928-48-230-0 as identification.

  
Signature of Notary Public

Notary's Seal:



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TALLAHASSEE, FLORIDA

## ACCEPTANCE OF APPOINTMENT

### AS REGISTERED AGENT

Having been named as registered agent for The Hodges Limited Partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statutes Section 620.192.

REGISTERED AGENT

  
Todd Watson, Attorney at Law

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged in my presence this 28<sup>th</sup> day of July, 2000, by, Todd Watson, Attorney at Law, who is personally known to me.

  
Signature of Notary Public

Notary's Seal:



Alice V. Cassada  
MY COMMISSION # CC607407 EXPIRES  
March 24, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

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01 JAN 17 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, appeared William Hal Hodges as President of R&M Hodges, Inc.; the general partner of The Hodges Limited Partnership, a Florida Limited Partnership, certifies as follows:

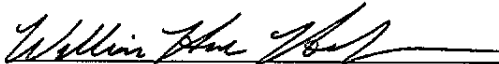
The amount of capital contributions to date of the limited partners is \$2,000,000.00 worth of real property and farm and ranch equipment having a value of approximately \$40,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals approximately Two Million Forty Thousand Dollars (\$2,040,000.00)

This 28<sup>th</sup> day of July, 2000.

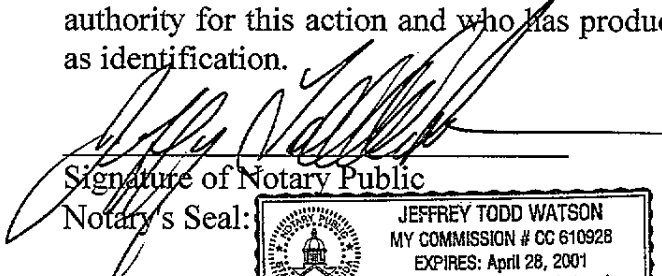
FURTHER AFFIANT SAYETH NOT.

Under the 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.

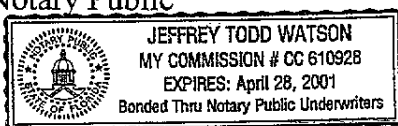
  
William Hal Hodges, as President of R&M  
Hodges, Inc General  
Partner of The Hodges Limited Partnership

**STATE OF FLORIDA  
COUNTY OF LEVY**

The foregoing instrument was acknowledged in my presence this 28<sup>th</sup> day of July, 2000, by, William Hal Hodges, as President of R&M Hodges, Inc., the General Partner of The Hodges Limited Partnership who possesses all necessary corporate authority for this action and who has produced FDL# H322-928-48-230-0 as identification.

  
Signature of Notary Public

Notary's Seal:



FILED  
01 JAN 17 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA