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June 20, 2001

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***1785.00 ***1785.00

Florida Secretary of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Leonard Enterprises, Ltd.

Dear Sir or Madam:

Enclosed for filing with respect to Leonard Enterprises, Ltd. are the following documents:

1. Certificate of Limited Partnership
2. Affidavit of Capital Contribution

Also enclosed is a check in the amount of \$1,785.00 which is the filing fee for this partnership.

Very truly yours,

David J. Hull
David J. Hull

DJH/bjc/352148
Enclosures

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

LEONARD ENTERPRISES, LTD.

THIS CERTIFICATE OF LIMITED PARTNERSHIP of Leonard Enterprises, Ltd. is executed this 18th day of June, 2001, by Martha H. Leath and Burke H. Leonard, as the general partners (the "General Partners").

1. The name of the limited partnership is Leonard Enterprises, Ltd. (the "Partnership").
2. The office address of the Partnership is 1701 Pear Street, Blountstown, Florida 32424.
3. The street address of the registered office of the Partnership is 1701 Pear Street, Blountstown, Florida 32424, and the name of its registered agent at such address is Burke H. Leonard.
4. The names and business addresses of the General Partners of the Partnership are:

Martha H. Leath	Burke H. Leonard
1701 Pear Street	1701 Pear Street
Blountstown, Florida 32424	Blountstown, Florida 32424
5. The Partnership's mailing address is 1701 Pear Street, Blountstown, Florida 32424.
6. The latest date upon which the Partnership is to dissolve is December 31, 2056.

GENERAL PARTNERS:

Martha H. Leath
MARTHA H. LEATH

Burke H. Leonard
BURKE H. LEONARD

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TALLAHASSEE, FLORIDA

CERTIFICATE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for Leonard Enterprises, Ltd. at the place designated in the Certificate of Limited Partnership, I, Burke H. Leonard, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and am familiar with and accept the obligations of my position as registered agent.


BURKE H. LEONARD

Date: June 18, 2001

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting all of the General Partners of Leonard Enterprises, Ltd., a Florida limited partnership, certify:

1. The amount of capital contributions to date of the limited partners is \$99,000.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$6,000,000.00.

Signed this 18th day of June, 2001.

FURTHER AFFIANT SAYETH NOT.

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

Martha H. Leath
MARTHA H. LEATH

Burke H. Leonard
BURKE H. LEONARD

General Partners

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