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STEVEN T. UTRECHT, P.A.

2295 CORPORATE BLVD., SUITE 211
BOCA RATON, FLORIDA 33431

(561) 995-1975
FAX (561) 995-1938

June 12, 2001

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

RE: Hope Town Farms, L. P.
Limited Partnership Certificate

Enclosed please find Certificate of Limited Partnership of Hope Town Farms, Ltd. along with our check in the amount of \$42.00 to cover the filing fee. A duplicate copy is also provided. Please stamp and return to us in the envelope is provided for your convenience

Should you have any questions, please feel free to call.

Sincerely yours



Steven T. Utrecht

STU/bas

Enclosures

cc: client

700004424667--9
-06/18/01--01090--014
*****42.00 *****42.00

700004424667--9
-07/13/01--01021--001
*****87.50 *****87.50

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 22, 2001

STEVEN T. UTRECHT
2295 CORPORATE BLVD
SUITE 211
BOCA RATON, FL 33431

SUBJECT: HOPE TOWN FARMS, LTD.
Ref. Number: W01000014510

We have received your document for HOPE TOWN FARMS, LTD. and your check(s) totaling \$42.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 620.108, Florida Statutes, requires the certificate include the names and street addresses of the general partners.

Section 620.108, Florida Statutes, requires the affidavit include the amount of capital contributions of the limited partners and the amount anticipated to be contributed.

LIMITED PARTNERSHIP CERTIFICATE/APPLICATION BASIC FEES

Filing fees \$52.50 minimum - \$1750 maximum
Registered Agent Designation \$35

The filing fee is based on the total amount contributed and anticipated to be contributed by the limited partners as shown in the affidavit at a rate of \$7 per \$1000. The filing fee for an Application to Register a Foreign Limited Partnership is based on the total amount contributed by the limited partners allocated for the purpose of transacting business in the State of Florida at a rate of \$7 per \$1000.

Certified Copy (15 pages or less, \$1 for each additional page after initial 15 pages)	\$52.50
Registered Agent/Office Change Name Reservation (120 days nonrenewable)	\$35
Amendment (other than specified)	\$35
Affidavit Decreasing Contributions	\$52.50
Affidavit Increasing Contributions \$7 per \$1000 on increase only	\$52.50

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(\$52.50 minimum-\$1750 maximum)
Certificate of Status or Fact \$8.75
Cancellation \$52.50
Resignation of Registered Agent \$87.50
LP Annual Report/Uniform Business Report
\$7 per \$1000 of invested capital
(\$52.50 minimum - \$437.50 maximum)
plus Supplemental Fee of \$138.75
Reinstatement
(\$500 for each year or part thereof the
partnership was revoked plus the delinquent
annual report/uniform business report fees)

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) 487-6051.

Shawn Logan
Document Specialist

Letter Number: 101A00037980

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TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP OF Hope Town Farms, LTD. a Florida limited partnership

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is Hope Town Farms, LTD.
2. The address of the office of the Partnership is 132 Swinton Ave., Delray Beach, FL 33444.
3. The name and address of the agent for service of process on the Partnership is Steven T. Utrecht, 2295 Corporate Blvd. #211, Boca Raton, FL 33431.
4. The name and business address of the sole general partner is Hope Town Management, Inc. , 132 Swinton Avenue, Delray Beach, Florida 33444. 901-34676
5. The mailing address of the Partnership is 132 Swinton Ave., Delray Beach, FL 33444
6. The latest date upon which the Partnership shall dissolve is December 31, 2031

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of Hope Town Farms, LTD. this 2nd day of ~~APR~~ July, 2001

GENERAL PARTNER:

A. Grant Thornbough
By: HOPE TOWN MANAGEMENT, INC

Name: A. GRANT THORNBROUGH

Title: PRESIDENT

I hereby accept the designation as Registered Agent for Service of Process of HOPE TOWN FARMS, LTD.

Executed this 6th day of July, 2001.

STU Utrecht
Steven T. Utrecht,
Registered Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared A. Grant Thornbrough, President of Hope Town Management, Inc., the sole general partner of Hope Town Farms, LTD. (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, Six Thousand and No/100 (\$6000.00) Dollars.

2. At this time, it is anticipated that the limited partners will ^{not} make additional capital contributions, and none are mandated or required.

Under 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.

STATE OF FLORIDA

COUNTY OF PALM BEACH

A. Grant Thornbrough

Applicant

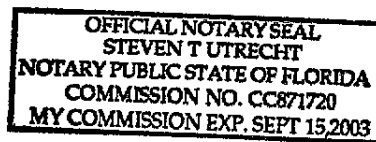
Sworn to (or affirmed) and subscribed before me this 13th day of July, 2001, by

S. T. Utrecht

(Notary Public).....

Personally Known to me

...(SEAL)...



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