

A01 000000 1146

Terence R. Wirth II
C/O Moffitt Corporation, Inc.
2457 South 3rd Street
Jacksonville Beach, FL 32250
(904)-241-9944 X104

August 24, 2001

Florida Dept. of State
Registration Section - Attn: Gretchen Harvey
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 245-6051

Ref #: W01000018847

300004558359--9
-08/27/01--01054--025
****797.50 *****25.00

LLP010001414--9
-08/27/01--01054--025
****797.50

Dear Gretchen:

I have enclosed our Certificate of Limited Partnership, Affidavit of Capital Contributions for FL LP, and Statute of Qualification for Florida LLLP status, along with a check for \$ 797.50 to cover the following fees:

Fee for Registered Agent for LP:	\$ 35.00
Fee for Est. Cert. of Capital (\$120,000 @ \$7 per \$1000)	\$ 840.00
Fee for Filing LLLP	\$ 25.00
Certified Copy	\$ 52.50
Total Fees due	\$ 952.50
Less amount paid earlier with LLC to apply	<u>\$(155.00)</u>
Net enclosed by check	\$ 797.50

Per my conversation with others in your office, I have enclosed a copy of your letter and am hereby authorizing you to cancel our request for LLC status and instead create the enclosed LP/LLP. Please apply the funds sent in previously of \$155.00 towards our registration of Linkside Capital Holdings, Ltd. (LLP). If you require any further information, I can be reached at the address or telephone number above. Please return all paperwork by mail to the address listed above. Thank you in advance for processing timely.

Very Best Regards,


Terence R. Wirth II

Enclosures:

Cert. of LP, Aff. of Capital, Stmt. Of Qual. for LLLP Status, Copy of Letter,
Check

TRW/mmi

H.C.Mydocs.Links.L-LF Revised Reg Linkside LLLP 8.24.01 trw

A01-1146

**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership as identified in the records of the Florida Department of State:
Linkside Capital Holdings, Ltd.

Insert limited partnership's Florida document number: A01000001146
or

☒ Attach certificate of limited partnership, affidavit of capital contributions and applicable limited partnership filing fees.

2. Suffix adopted for the above named partnership: LLLP
(LLP, L.LLP.)

3. The street address of its chief executive office: 2457 South 3rd Street
(if different from current recorded address): Jacksonville Beach, FL 32250

4. The street address of principal office in Florida: SAME
(if different from above)

5. The limited partnership hereby elects to be a limited liability limited partnership.


6. The effective date of this filing shall be:
☒ as of the date this document is filed with the Florida Secretary of State
or
_____ a date later than the time of filing: _____

7. The name and Florida street address of the partnership's agent for service of process:
Terence R. Wirth II
2457 South 3rd Street
Jacksonville Beach, Florida 32250

The execution of this statement as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 24th day of August, 2001.

Signature of TWO Partners:



Typed or printed names of partners signing above: John D. McFFitt
Terence R. Wirth II

Filing Fee: \$25.00
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75