A CAMARIER CPA308 Attorneys and Counselors At Law

Richard S. Amari
Kolm Bennett
Bradly Roger Bettin, Sr.
Charles G. Crawford
Mitchell S. Goldman
J. Wesley Howze
David R. Martin
Stephen C. Mays
Matthew J. Monaghan
Kendall T. Moore
Mark N. McQuagge
Mark S. Peters
David M. Presnick
Charles R. Steinberg

Reply to: Cocoa Post Office Box

Mariner Square 96 Willard Street, Suite 302 Post Office Box 1807 Cocoa, Florida 32923-1807 Telephone (321) 639-1320 Fax (321) 639-6690

Imperial Plaza Suite B104 6769 N. Wickham Road Melbourne, Florida 32940 Telephone (321) 259-6611 Fax (321) 259-6624

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James S. Theriac, III

Of Counsel

Mary E. Lytle, P.A.

August 31, 2001

VIA CERTIFIED MAIL

Registration Section Division of Corporation P.O. Box 6327 Tallahassee, Florida 32314

RE: McDONALD REAL ESTATE

Dear Sir or Madam:

Please find enclosed the following:

- 1. Statement of Qualification For Florida Limited Liability Limited Partnership
- 2. Certificate of Limited Partnership and Affidavit of Capital Contribution for McDonald Real Estate LLLP.
- 3. Check #43547 in the total amount of \$1810.00 representing:

Certificate & Affidavit Filing Fee Designation of Registerea Agent Statement of Qualification Filing Fee \$1750.00 35.00 25.00

\$1810.00

If you have any questions, please feel free to contact my office.

Very truly yours,

AMARI & THERIAC, P.A.

Matthew J. Monaghan, Esquire

CAN 185,00

1-1308

MJM/llj Enclosure

CERTIFICATE OF LIMITED PARTNERSHIP OF McDONALD REAL ESTATE, LLLP

The undersigned, desiring to form a limited partnership in accordance with the Florida Revised Uniform Limited Partnership Act and being duly sworn does certify as follows:

1.	The name of the limited partnership is: McDONALD REAL ESTATE, LLLP
2.	The business address of the limited partnership is:
	24301 Milford Drive, Eustis, Florida 32736
3.	The name of the Registered Agent of the limited partnership is:
	PETER McDONALD
4.	The Florida street address of the Registered Agent for Service of Process is:
	24301 Milford Drive, Eustis, Florida 32736
5.	By signing here I agree to accept designation as
	Registered Agent for Service of Process.
6.	The mailing address of the limited partnership is:
	24301 Milford Drive, Eustis, Florida 32736
7.	The latest date upon which the limited partnership is to be dissolved is
	December 31, 2031
8.	Names and address of the general partner:
	McPETE, INC. A Florida corporation 24301 Milford Drive, Eustis, Florida 32736

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

Signed this 30th day of August, 2001.

GENERAL PARTNER:

McPETE, INC., a Florida corporation

PETER McDONALD, President

AFFIDAVIT OF CAPITAL CONTRIBUTION

The undersigned, being the President of McPETE, INC., a Florida corporation which is the General Partner of the McDONALD FAMILY PARTNERSHIP, LLLP a Florida limited liability limited partnership, hereby certifies that the limited partners of the Partnership have contributed certain property to the Partnership, the value of which is Five Million and 00/100 dollars (\$5,000,000.00). The total amount contributed and anticipated to be contributed is Five Million and 00/100 dollars (\$5,000,000.00).

Signed this 30th day of August, 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.

