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RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEC 28 PM 12:46
7-2000

FILED

December 13, 2001

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

Via Federal Express
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***1793.75 ***1793.75

Re: Bickel Family Limited Partnership

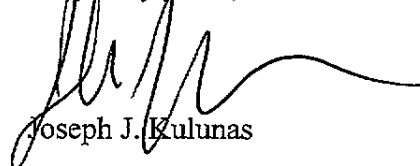
Dear Sir/Madam:

In connection with the above referenced Limited Partnership enclosed please find for filing the following:

1. Certificate of Limited Partnership of the Bickel Family Limited Partnership;
2. Acceptance of Appointment as Resident Agent;
3. Affidavit of Capital Contribution;
4. Check in the amount of \$1,793.75 for the applicable filing fee.

Please return to the undersigned a certificate evidencing the formation of this Limited Partnership. If you should have any questions or comments please contact me.

Very truly yours,


Joseph J. Kulunas

JJK/cbr
Enclosures

Handwritten:
A01-1692
QR



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 19, 2001

JOSEPH KULUNAS
AUGUST & KULUNAS, P.A.
250 AUSTRALIAN AVENUE SOUTH, STE 1100
WEST PALM BEACH, FL 33401

SUBJECT: BICKEL FAMILY LIMITED PARTNERSHIP
Ref. Number: W01000029031

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TALLAHASSEE, FLORIDA

We have received your document for BICKEL FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$1793.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

On the affidavit of capital contributions you can say will not exceed, but not in excess of the amount. A exact amount must be given.,

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 801A00066488

**CERTIFICATE OF LIMITED PARTNERSHIP OF
THE BICKEL FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

The undersigned General Partner of BICKEL FAMILY LIMITED PARTNERSHIP, a limited partnership (the "General Partner"), desires to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

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1. The name of the Partnership is BICKEL FAMILY LIMITED PARTNERSHIP.
2. The address of the office of the Partnership Harbor's Edge 401 E. Linton Blvd, Apt 378, North Bldg., Delray Beach, FL 33483.
3. The name and address of the agent for service of process of the Partnership is BICKEL MANAGEMENT, INC.
4. The name and business address of the General Partner is BICKEL MANAGEMENT, INC.
5. The mailing address of the Partnership is Harbor's Edge, 401 E. Linton Blvd., Apt. 378, North Bldg., Delray Beach, FL 33483. PO1-118941
6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2051, unless the Partners agree to extend the term.
7. The Partnership shall be effective upon the filing of this Certificate of Limited Partnership (the "Certificate") with the State of Florida, Department of State.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

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 by the General Partner of THE BICKEL FAMILY LIMITED PARTNERSHIP this 8th day of Dec., 2001.

GENERAL PARTNER:

BICKEL MANAGEMENT, INC.

By: Medina L. Bickel
MEDINA L. BICKEL, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for THE BICKEL FAMILY LIMITED PARTNERSHIP a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, BICKEL MANAGEMENT, INC, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of the registered agent.

BICKEL MANAGEMENT, INC.

Registered Agent

By: Medina L. Bickel
MEDINA L. BICKEL, President

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AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I, MEDINA L. BICKEL, as President of BICKEL MANAGEMENT, INC. which corporation is the General Partner of the BICKEL FAMILY LIMITED PARTNERSHIP, A Florida limited partnership, hereinafter referred to as the "Partnership," being duly sworn, certifies as follows:

1. The amount of capital contributions to the Partnership made to date by its Limited Partner is zero. The total amount of capital anticipated to be contributed by the Limited Partner to the Partnership at this time totals \$5,133,135.

Under penalties of perjury, I declare I have read the foregoing and the facts are correct, to the best of my knowledge and belief.

Dated: December 8th 2001.

GENERAL PARTNER:

BICKEL MANAGEMENT, INC.

By: Medina L. Bickel
MEDINA L. BICKEL, President

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TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared MEDINA L. BICKEL, in her capacity as President of BICKEL MANAGEMENT, INC., the General Partner of THE BICKEL FAMILY LIMITED PARTNERSHIP, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contribution, and he acknowledged to me and before me that he executed this Affidavit freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state aforesaid this 8th day of December 2001.

[SEAL]

NEAL W. KNIGHT, JR.
Notary Public
State of Florida, at Large

NEAL W. KNIGHT, JR.
Typed or Printed Name of Notary



NEAL W. KNIGHT, JR.
Notary Public, State of Florida
My Comm. Exp. May 14, 2004
No. CC 921895



HARRIETT KAY WHITE
Notary Public, State of Florida
My Commission Expires Oct. 27, 2002
Commission No. CC 778295