ACCOUNT NO.: 072100000032

REFERENCE :

COST LIMIT : \$ 1,785.00

ORDER DATE: January 24, 2002

ORDER TIME : 12:42 PM

ORDER NO. : 070258-010

CUSTOMER NO: 4351925

NAME:

CUSTOMER: Frank J. Yong, Esq

Cone & Yong, P.a.

701 Fisk Street

Suite 110

Jacksonville, FL 32204

DOMESTIC FILING

8318 ATLANTIC BLVD., LTD.

EFFECTIVE DATE:

700004795207-

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

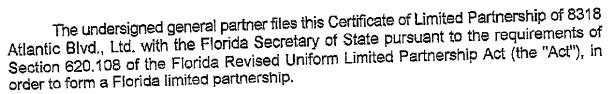
CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS

OF

8318 ATLANTIC BLVD., LTD.



- .1. NAME. The name of the limited partnership is 8318 Atlantic Blvd., Ltd.
- .2. Principal Place of Business And Mailing Address of The Office at Which The Records Required to Be Maintained by The Partnership Under The Act Are Kept Is: 3100 University Boulevard, South, Suite 230, Jacksonville, Florida 32216.
 - .3. Registered Agent of The Limited Partnership Will Be: Frank J. Yong.
- .4. Name And Address of The General Partner of The Partnership Are as Follows:

NAME

ADDRESS

Shafdrap Management, Inc.

3100 University Boulevard, South, Suite 230 Jacksonville, Florida 32216

p01000116270

- .5. The Effective Date of This Limited Partnership Shall be: When this Certificate is filed with the Secretary of State.
- .6. The Latest Date Upon Which The Limited Partnership Is to Be Dissolved And Its Affairs Wound up Will Be: December 31, 2051
- .7. Contributions And Anticipated Contributions of Limited Partners. The limited partners will make initial capital contributions for their partnership interest of \$2,025,000.00 and it is anticipated that the limited partners may make additional capital contributions of up to \$300,000.00. The total amount anticipated to be contributed by the limited partners is \$2,325,000.00.
- .8. <u>Affirmation</u>. Each general partner hereby acknowledges that pursuant to the Act:
- _8.1 The execution of this certificate by the general partner constitutes an affirmation under penalties of perjury that the facts stated herein are true;

- .8.2 The general partner accepts the liability imposed by the Act on the general partner for a false statement contained in this certificate; and
- .8.3 If, after the execution of this certificate a general partner knows that any arrangement or other fact described in this certificate has changed, making the statement inaccurate in any material respect, the general partner will forthwith cause this certificate to be canceled or amended, or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this ______ day of January, 2002.

SHAFDRAP MANAGEMENT, INC.

General Partner

Lee Draper, President

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091 and 620.105 Florida Statutes, the following is submitted:

8318 ATLANTIC BLVD., LTD., desiring to organize or qualify under the laws of the State of Florida hereby designates Frank J. Yong its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 701 Fisk Street, Suite 110, Jacksonville, Florida 32204.

DATED this ______ day of January, 2002.

Lee Draper, President
Shafdrap Management, Inc.
General Partner

Having been named as registered agent to accept service of process for the above stated limited partnership, at the place designated in this certificate, I 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 I am familiar with and accept the obligations of my position as registered agent.

DATED this 2002.

Frank J. Yong Resident Ager