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FLORIDA LIMITED PARTNERSHIP

DAVID AND GWENDOLYN WALKER FAMILY LIMITED PARTNERSHIP

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$1,846.25

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DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP OF
DAVID AND GWENDOLYN WALKER FAMILY LIMITED PARTNERSHIP
A Florida Limited Partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108, Florida Statutes, hereby states the following:

1. The name of the Partnership is DAVID AND GWENDOLYN WALKER FAMILY LIMITED PARTNERSHIP.

2. The business address of the Partnership is 14388 Eagle Point Drive, Clearwater, Florida 33762.

3. The name and address of the agent for service of process on the Partnership is William Kalish, Esq., Akerman, Senterfitt & Eidson, P.A., First Union Building, 100 South Ashley Drive, Suite 1500, Tampa, Florida 33602.

4. The names and business addresses of the General Partner is as follows:

GENERAL PARTNER

ADDRESS

WALKER FAMILY MANAGEMENT, LLC

14388 Eagle Point Drive
Clearwater, Florida 33762

602-8778

5. The mailing address of the Partnership is 14388 Eagle Point Drive, Clearwater, Florida 33762.

6. The latest date upon which the Partnership shall dissolve is April 30, 2052.

The execution of this Certificate by the undersigned General Partners 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 David and Gwendolyn Walker Family Limited Partnership this 12th day of April, 2002.

DAVID AND GWENDOLYN WALKER FAMILY
LIMITED PARTNERSHIP

Gwendolyn L.B. Walker

By GWENDOLYN L.B. WALKER, Managing Member,
WALKER FAMILY MANAGEMENT, LLC,
General Partner

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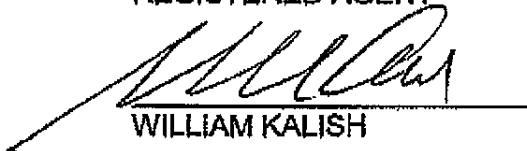
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for DAVID AND GWENDOLYN WALKER FAMILY LIMITED PARTNERSHIP, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree 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.

REGISTERED AGENT



WILLIAM KALISH

{TP052973;1}

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared **GWENDOLYN L.B. WALKER**, the Managing Member of Walker Family Management, LLC, a Florida limited liability company, the General Partner of the David and Gwendolyn Walker Family Limited Partnership, a Florida limited partnership, hereinafter referred to as the "Partnership," who upon being duly sworn, certify as follows:

1. The amount of capital contributions of the limited partners is \$1,000.00.
2. The estimated total amount contributed and anticipated to be contributed by the limited partners at this time is \$2,400,000.00.

DATED this 12th day of April, 2002.

AFFIANT SAYS NOTHING FURTHER.

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.

**DAVID AND GWENDOLYN WALKER FAMILY
LIMITED PARTNERSHIP**

Gwendolyn L.B. Walker
By **GWENDOLYN L.B. WALKER**, Managing Member
WALKER FAMILY MANAGEMENT, LLC,
General Partner

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 12th day of April 2002, by **GWENDOLYN L.B. WALKER**, who is personally known to me or who produced _____ as identification.



Suzette Valenti

NOTARY PUBLIC
Print Name: _____
My Commission Expires: _____