

THE LAW FIRM OF

GILLESPIE & ALLISON, P.A.

SUITE 300
1515 SOUTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

R. BOWEN GILLESPIE, III
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TODD C. DROSKY†

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*Also Admitted in Arizona & California
†Also Admitted in Colorado & the
District of Columbia

April 5, 2002

FEDERAL EXPRESS

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

Re: Thirty-Eight of Fourteen Limited
Limited Partnership Agreement

Dear Sir or Madam:


Enclosed please find the Limited Partnership Agreement, Certificate of Limited Partnership and Affidavit of Capital Contributions for the above-referenced limited partnership. I have also enclosed a check made payable to the Department of State in the amount of \$1,793.75 representing payment of the following:

Filing Fees	\$1,750.00
Registered Agent Fee	35.00
Certificate Fee	<u>8.75</u>
TOTAL:	\$1,793.75

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-04/09/02--01082--006
***1811.25 ***1793.75

I would appreciate your registering the subject partnership and returning a filed copy and certificate to my attention. Thank you for your ~~cooperation~~ and anticipated prompt attention to this matter.

Sincerely yours,


R. Bowen Gillespie, III

RBG/cev
Enclosures

kelli\gree\partner\correspo\38of14

APPROVED
AND
FILED
02 APR 19 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 12, 2002

R. BOWEN GILLESPIE III
THE LAW FIRM OF GILLESPIE & ALLISON, P.C
1515 S. FEDERAL HWY., STE. 300
BOCA RATON, FL 33432

SUBJECT: THIRTY-EIGHT OF FOURTEEN LIMITED
Ref. Number: W02000010356

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TALLAHASSEE, FLORIDA

We have received your document for THIRTY-EIGHT OF FOURTEEN LIMITED and your check(s) totaling \$1811.25. However, the enclosed document has not been filed and is being returned for the following:

The document must be titled "Certificate of Limited Partnership". This office does not file the Limited Partnership Agreement. Please complete the enclosed form to file the Limited Partnership.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

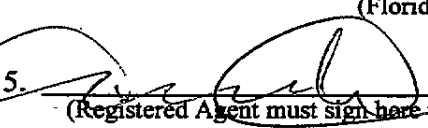
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 702A00021836

CERTIFICATE OF LIMITED PARTNERSHIP

1. Thirty-Eight of Fourteen Limited
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 412 Military Trail, Deerfield Beach, Florida 33442
(Business address of Limited Partnership)
3. R. Bowen Gillespie
(Name of Registered Agent for Service of Process)
4. Suite 300, 1515 South Federal Highway, Boca Raton, Florida 33432
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 421 Military Trail, Deerfield Beach, Florida 33441
(Mailing Address of the Limited Partnership)

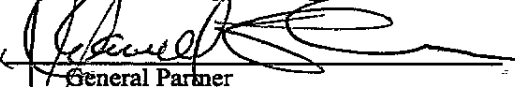
7. The latest date upon which the Limited Partnership is to be dissolved is: March 1, 2006
8. Name(s) of general partner(s): _____ Street address: _____

J. D. Landon, Inc. 421 Military Trail, Deerfield Beach, FL 33441

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

Signed this 11th day of April, ~~xxx~~ 2002.

Signature of all general partners:


General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of Thirty-Eight of Fourteen Limited

a Florida Limited Partnership, certify:

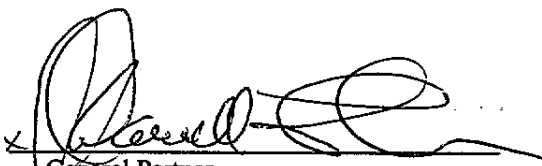
The amount of capital contributions to date of the limited partners is \$ 500,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 500,000.00

Signed this 16th day of April, 19 2002

FURTHER AFFIANT SAYETH NOT.

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



General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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TALLAHASSEE, FLORIDA