

A0200000873

JONATHAN S. DEAN P.A.*
MICHAEL E. DEAN
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A LIMITED LIABILITY PARTNERSHIP
CONSISTING OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AT LAW

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u/25

June 7, 2002

W02-17414

00789-00611-00671

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-06/13/02-01024-003
****148.75 ****148.75

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee FL 32314-6327

FLLP

MJH

CC + CVS

RE: FTD HOLDINGS LTD.

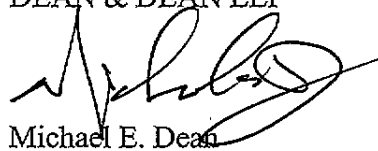
Gentlemen:

Enclosed please find our check in the amount of \$148.75 to cover costs for the filing fee (\$52.50), designation of registered agent (\$35.00), certified copy (\$52.50) and one certificate of status (\$8.75) for formation of FTD Holdings Ltd.

Upon acceptance and filing of this new limited partnership, please forward the acknowledgement and accompanying documents to my attention. Should you have any questions, please do not hesitate to give me a call.

Very truly yours,

DEAN & DEAN LLP


Michael E. Dean

MED:mlr
Enclosures

FILED
02 JUN 25 PM 4:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 14, 2002

MICHAEL E. DEAN
DEAN & DEAN
230 N.E. 25TH AVENUE
OCALA, FL 34470-7075

SUBJECT: FTD HOLDINGS, LTD.
Ref. Number: W02000017414

We have received your document for FTD HOLDINGS, LTD. and your check(s) totaling \$148.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

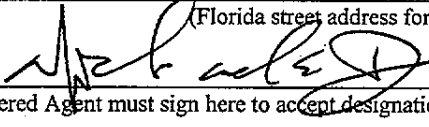
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 502A00039068

CERTIFICATE OF LIMITED PARTNERSHIP

1. FTD HOLDINGS LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 11585 SE 175th Street, Summerfield, Florida 34491
(Business address of Limited Partnership)
3. Michael E. Dean
(Name of Registered Agent for Service of Process)
4. 230 N.E. 25th Avenue, Ocala, Florida 34470
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 11585 SE 175th Street, Summerfield, Florida 34491
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is 2052
8. Name of general partner: _____ Street Address: _____

AME OF CENTRAL FLORIDA, INC.

11585 SE 175th Street

Summerfield, Florida 34491

902-63962

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 6th day of June, 2002.

Signature of all general partners:

AME OF CENTRAL FLORIDA, INC.

By: 
Richard C. Rogers, Jr.
Title: President

FILED
02 JUN 25 PM 4:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

The undersigned, constituting all of the general partners of **FTD HOLDINGS LTD.**, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$1,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000.00.

Signed this 6th day of June, 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.

(name of general partner)


Richard C. Rogers, Jr., President


Patricia Rogers