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AUGUST & KULUNAS, P.A.

ATTORNEYS AT LAW

ONE CLEARLAKE CENTRE
250 AUSTRALIAN AVENUE SOUTH
SUITE 1100
WEST PALM BEACH, FLORIDA 33401

(561) 835-9600
FAX (561) 835-9602

JERALD DAVID AUGUST
JOSEPH J. KULUNAS
STEVEN E. BLUMENTHAL
HARRY P. TEICHMAN

JAMES J. FREELAND
OF COUNSEL
(1927-2000)

GUY B. MAXFIELD*
OF COUNSEL
*ADMITTED IN NEW YORK ONLY

00789-02544-00671

May 2, 2002

W02-13226

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***1875.00 ***1875.00
1785.00

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

VIA: **FEDERAL EX**
8311 6884 8051

FILED
02 AUG -7 AM 8:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: The Kelley Family Limited Partnership

Dear Sir / Madam:

Enclosed please find the original and one (1) copy of the following documents for filing:

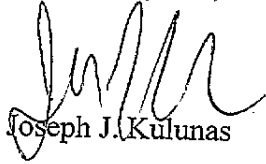
- 1) Certificate of Limited Partnership of the Kelley Family Limited Partnership, a Florida limited partnership;
- 2) Acceptance of Appointment as Registered Agent;
- 3) Affidavit of Capital Contribution;
- 4) Check in the amount of \$1,875.00, representing the filing fee for the certificate of the limited partnership and the resident agent designation;
- 5) Articles of Incorporation for JLK Management, Inc.;
- 6) Certificate of Designation Resident Agent for JLK Management, Inc.; and
- 7) Check in the amount of \$70.00, representing the filing fee for the Articles of Incorporation and the resident agent designation.

I would appreciate your stamping the enclosed copies as filed, and thereafter, returning same in the self-addressed overnight envelope enclosed for your convenience.

Florida Secretary of State
Division of Corporations
Page - 2 -
May 2, 2002

Please give us a call if you have any questions.

Very truly yours,



Joseph J. Kulunas

JJK/cbr

Enclosures

cc: Joseph L. Kelley



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 8, 2002

JOSEPH J. KULUNAS
AUGUST & KULUNAS, PA.
250 AUSTRALIAN AVENUE SOUTH, SUITE 1100
WEST PALM BEACH, FL 33401

SUBJECT: THE KELLEY FAMILY LIMITED PARTNERSHIP
Ref. Number: W02000013226

We have received your document for THE KELLEY FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$1875.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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: 002A00028938

**CERTIFICATE OF LIMITED PARTNERSHIP OF
THE JOSEPH L. KELLEY FAMILY LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner of THE JOSEPH L. KELLEY FAMILY 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:

1. The name of the Partnership is THE JOSEPH L. KELLEY FAMILY LIMITED PARTNERSHIP.

2. The address of the office of the Partnership is 4067 S.E. Henley Lane, Stuart, Florida 33997

3. The name and address of the agent for service of process of the Partnership is JLK MANAGEMENT, INC., JOSEPH L. KELLEY, President, 4067 S.E. Henley Lane, Stuart, Florida 33997

4. The name and business address of the General Partner is JLK MANAGEMENT, INC., JOSEPH L. KELLEY, President, 4067 S.E. Henley Lane, Stuart, FL 33462

5. The mailing address of the Partnership is 4067 S.E. Henley Lane, Stuart, Florida 33997

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. This Certificate shall be effective upon the filing of this 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 JOSEPH L. KELLEY FAMILY LIMITED PARTNERSHIP this day of June 21st, 2002.

JLK MANAGEMENT, INC.

By:

Joseph L. Kelley
JOSEPH L. KELLEY, President

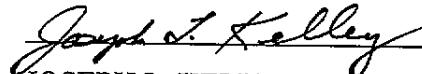
SECRETARY OF STATE
ALLAHUSSEIN FLORIDA

02 AUG -7 AM 8:53

FILED

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for the JOSEPH L. KELLEY 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.


JOSEPH L. KELLEY, President of
JLK MANAGEMENT, INC..

AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF)
COUNTY OF)

I, JOSEPH L. KELLEY, as President of JLK MANAGEMENT, INC. which corporation is the General Partner of THE JOSEPH L. KELLEY 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 Partners is zero. The total amount of capital anticipated to be contributed by the Limited Partners to the Partnership at this time totals \$1,700,000.00.

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

Dated: June 21st, 2002.

GENERAL PARTNER:

JLK MANAGEMENT, INC.

By:

Joseph L. Kelley
JOSEPH L. KELLEY, President

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 JOSEPH L. KELLEY in his capacity as President of JLK MANAGEMENT, INC., the General Partner of THE JOSEPH L. KELLEY FAMILY LIMITED PARTNERSHIP known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contribution, and she 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 21 day of June, 2002.

[SEAL]



Clara B. Roberts
MY COMMISSION # CC985109 EXPIRES
November 30, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

Clara B. Roberts
Notary Public

State of

CLARA B Roberts

Typed or Printed Name of Notary