

**A02-000001111**

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August 14, 2002

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Willaway Cattle & Sod Limited Partnership

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02 AUG 14 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Filing Evidence**

- ☒ Plain/Confirmation Copy  
☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status  
☐ Certificate of Good Standing  
☐ Articles Only  
☐ All Charter Documents to Include Articles & Amendments  
☐ Fictitious Name Certificate  
☐ Other

**Retrieval Request**

- ☐ Photocopy  
☐ Certified Copy

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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**TC**

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CERTIFICATE OF WILLAWAY CATTLE & SOD LIMITED PARTNERSHIP

THIS CERTIFICATE is executed on August 13, 2002, with respect to the agreement of Willaway Cattle & Sod Limited Partnership ("Partnership").

1. Name and Address: The Partnership's name is Willaway Cattle & Sod Limited Partnership and its post office address is:

P. O. Box 370  
Okeechobee, FL 34973

2. Partnership's Business. The Partnership's business is owning, developing, leasing, managing, and selling real estate and the buying and selling of securities. The Partnership may also do all things not otherwise illegal under the laws of the State of Florida.

3. Registered Agent. The name and post office address of the Partnership's registered agent is:

Robin A. Lloyd, Sr.                      3545 Ocean Drive  
Suite 201  
Vero Beach, FL 32963

Robin A. Lloyd, Sr. resides in the state of Florida and has his business address in the state of Florida.

4. Specified Office. The post office address of the general partner is:

30395 NW 72<sup>nd</sup> Avenue  
Okeechobee, FL 34972

5. General Partners. The name and post office address of the general partners are:

J & K Holcomb Holdings, L.L.C.                      30395 NW 72<sup>nd</sup> Avenue  
Okeechobee, FL 34972

6. Dissolution. The latest date on which the limited partnership is to be dissolved and its affairs wound up is December 31, 2051.

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IN WITNESS WHEREOF, the undersigned sole general partners have signed and sealed this Certificate, on the day and year first above written.

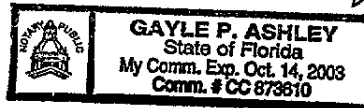
By:   
John W. Holcomb, Jr., Manager  
General Partner

By:   
Kimberly Holcomb, Manager  
General Partner

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 13 day of August, 2002, by JOHN W. HOLCOMB, JR., and KIMBERLY HOLCOMB, who are personally known to me ☒ or who produced a U.S. driver's license as identification.

  
Notary Public, State of Florida



AFFIDAVIT AS TO CAPITAL CONTRIBUTION

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

COMES NOW, the Affiants, JOHN W. HOLCOMB, JR. and KIMBERLY HOLCOMB, and after being duly sworn state as follows:

The amount of the initial capital contributions to Willaway Cattle & Sod Limited Partnership by its Limited Partners follows:

John W. Holcomb, Jr.	\$2,900.00
Kimberly Holcomb	\$2,900.00
John W. Holcomb, III	\$1,333.33
Hallie K. Holcomb	\$1,333.33
Cody C. Holcomb	\$1,333.34
J & K Holcomb Holdings, L.L.C. (General Partner)	\$ 200.00

As of this date, it is anticipated that the above Limited Partners will make additional capital contributions in the amount of \$7,100,000.00 to Willaway Cattle & Sod Limited Partnership.

FURTHER YOUR AFFFIANTS SAYETH NOT

By: [Signature]  
John W. Holcomb, Jr.  
Manager, General Partner

By: [Signature]  
Kimberly Holcomb  
Manager, General Partner

SWORN to and subscribed to before me this 13 day of August, 2002, by JOHN W. HOLCOMB, JR. and KIMBERLY HOLCOMB, who are personally known to me ☒ or who produced U.S. driver's licenses.

[Signature]  
Notary Public, State of Florida

c:\myfiles(helen)\holcomb\affidavit



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ACKNOWLEDGMENT AND ACCEPTANCE OF

AGENT OF SERVICE OF PROCESS

The undersigned, Robin A. Lloyd, Sr., with his principal place of business at 3545 Ocean Drive, Suite 201, Vero Beach, Florida 32963, hereby acknowledges and accepts the obligations and duties of the registered agent for Willaway Cattle & Limited Partnership as provided under the Florida Statute

Robin A. Lloyd, Sr. (SEAL)  
Robin A. Lloyd, Sr.

Dated: August 13, 2002

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA