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ALSO ADMITTED
ALABAMA, GEORGIA
& TEXAS



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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

September 13th, 2001

SECRETARY OF STATE,
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 245-6051

600007797896--7
-09/17/02--01039--004
***1793.75 ***1793.75

**RE: SHAW FAMILY, LTD.
FAMILY LIMITED PARTNERSHIP AGREEMENT**

600007797896--7
-09/17/02--01039--004
***1793.75 ***1338.75

Dear Sir or Madam:

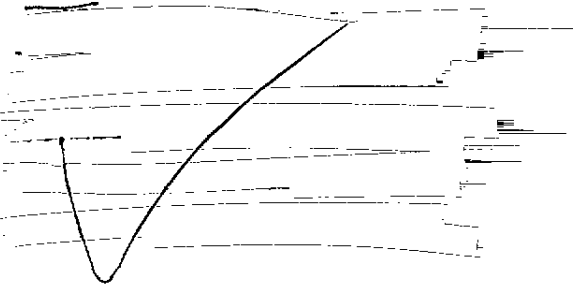
Enclosed please find the original and one copy of the Certificate of Limited Partnership of SHAW FAMILY, LTD., the Affidavit of Capital Contributions and the Acceptance of Appointment as Registered Agent for the above-named Family Limited Partnership along with a check for \$1,793.75, which includes the \$1,750.00 filing fee, \$35.00 for Registered Agent Designation and \$8.75 for the certificate of good standing. Please file the original, certify the copy, and return the certified copy to our office in the enclosed self-addressed stamped envelope.

Thank you very much for your time and attention to this matter. Please do not hesitate to contact this office at once if you have any questions, or if I may be of assistance to you.

Sincerely,

Josie B. Strange, Legal Assistant to:
Monica L. Cothran, Esq.

/jbs
Enclosures: As stated



J. BRYAN SEP 18 2002

**CERTIFICATE OF LIMITED PARTNERSHIP OF
SHAW FAMILY, LTD.
a Florida limited partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby state:

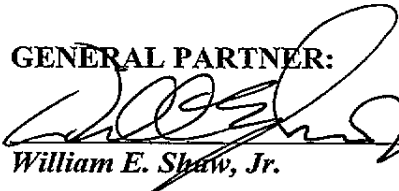
1. The name of the Partnership is *Shaw Family, LTD.*
2. The address of the office of the Partnership is:
2911 S. Highway 77
Lynn Haven, FL 32444
3. The name and address of the agent for service of process on the Partnership are:
Michael Scott
2583 Hunt Cliff Lane
Panama City, Florida 32405
4. The name and business address of the sole general partner are:
William E. Shaw, Jr.
2911 S. Highway &&
Lynn Haven, FL 32444
5. The mailing address of the Partnership is:
2911 S. Highway 77
Lynn Haven, FL 32444
6. The latest date upon which the Partnership shall dissolve is: **April 29, 2052**

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 on behalf of the sole General Partner of Shaw Family, LTD.

This 28th day of March, 2002

GENERAL PARTNER:



William E. Shaw, Jr.

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for Shaw Family, LTD., a Florida Family limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

Michael Scott

Name: Michael Scott

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