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Florida Department of State
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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : FISHER, TOUSEY, LEAS & BALL
Account Number : I199900000021
Phone : (904)356-2600
Fax Number : (904)355-0233

*** Please Note: the Statement of Qualification is immediately following. ***

FLORIDA LIMITED PARTNERSHIP

Denny Investments, LLLP

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$140.00

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**CERTIFICATE OF LIMITED PARTNERSHIP OF
DENNY INVESTMENTS, LLLP
a Florida limited partnership**

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is Denny Investments, LLLP.
2. The address of the office of the Partnership is c/o Michael F.O. Harris, 1207 Parkside Drive East, Seattle, Washington 98112.
3. The name and address of the agent for service of process on the Partnership are Clay B. Tousey, Jr., One Independent Drive, Suite 2600, Jacksonville, Florida 32202.
4. The name and business address of the general partner are Denny Holdings, Inc., 1207 Parkside Drive East, Seattle, Washington 98112. #P02000134746
5. The mailing address of the Partnership is 1207 Parkside Drive East, Seattle, Washington 98112.
6. The latest date upon which the Partnership shall dissolve is December 31, 2053.
7. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership name by its general partner.

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 sole general partner of Denny Investments, LLLP this 26 day of December, 2002.

DENNY HOLDINGS, INC.

By: MFO Harris
Michael F. O. Harris, President

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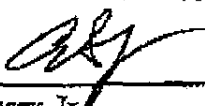
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Denny Investments, LLLP, a Florida limited partnership ("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 registered agent.

Dated this 26 day of December, 2002.



Clay B. Tousey, Jr.

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS
DENNY INVESTMENTS, LLLP

BEFORE ME, the undersigned authority, personally appeared Michael F. O. Harris, President of Denny Holdings, Inc., a Florida corporation, constituting the sole general partner of Denny Investments, LLLP, a Florida limited partnership, hereinafter referred to as the "Partnership," the address for which is 1207 Parkside Drive East, Seattle, Washington 98112, who, upon being duly sworn, certifies as follows:

1. The amount of initial capital contributions to the Partnership by the limited partners is \$900.00.
2. The amount anticipated to be contributed by the limited partners is \$0.00.

FURTHER AFFIANT SAITH NOT.

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

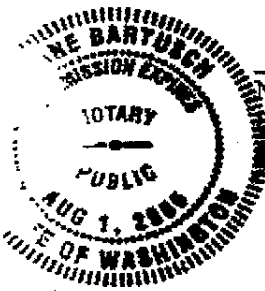
DENNY HOLDINGS, INC.

By: MFO Harris

Michael F. O. Harris, President

STATE OF Washington
COUNTY OF King

The foregoing instrument was acknowledged before me this 23rd day of Dec., 2002, by Michael F. O. Harris, President of Denny Holdings, Inc., who is personally known to me or who has produced a driver's license as identification.



Diane Bartusch
Notary Public, State of: Washington
Commission No.: _____
Commission Expires: Aug. 1, 2005

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