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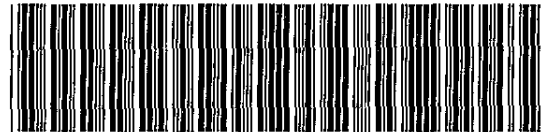
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GRAYHARRIS
ATTORNEYS AT LAW

GRAY, HARRIS & ROBINSON, P.A.
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TALLAHASSEE, FLORIDA 32302-318
TEL 850-222-7717
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FAX 850-222-3494
FAX 850-577-3311
WEB grayharris.com

January 29, 2003

E-MAIL ADDRESS

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

To Whom It May Concern:

Enclosed for filing, please find the **CERTIFICATE OF LIMITED PARTNERSHIP AND AFFIDAVIT OF CAPITAL CONTRIBUTION**, along with a check for the applicable filing fees for the following entity:

FBBA PARTNERS I, LTD.

Upon receipt, please "date-stamp" the copy of the letter provided and call me at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Jill May

Jill W. May, Paralegal

/jwm

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
JAN 30 2003

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**CERTIFICATE OF LIMITED PARTNERSHIP OF
FBBA PARTNERS I, LTD.**

1. Name of Partnership. The name of the limited partnership is:

FBBA PARTNERS I, LTD.

2. Business Address. The business address of the Partnership is:

300 S. Orange Avenue, Suite 900
Orlando, FL 32801

3. Agent for Service of Process. The agent for service of process on the Partnership shall be:

Richard A. Rodgers
301 E. Pine Street, Suite 1400
Orlando, FL 32801

4. Name and Business Address of General Partner. The General Partner is:

FBBA Partners I, Inc.
300 S. Orange Avenue, Suite 900
Orlando, FL 32801

803-10794

5. Mailing Address of Limited Partnership. The mailing address of the Partnership is:

300 S. Orange Avenue, Suite 900
Orlando, FL 32801

6. Latest Date of Dissolution. The latest date upon which the Partnership is to dissolve shall be: December 31, 2075.

Under penalties of perjury the undersigned declares that it has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Signed this 28th day of January, 2003.

FBBA Partners I, Inc., a Florida corporation,
as General Partner

By: _____

Richard A. Rodgers, Incorporator

NOT PUBLIC RECORD

03 JAN 2 PM 1:03

FILED

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Certificate of Limited Partnership of FBBA Partners I, Ltd., I hereby accept and agree to act in this capacity.



Richard A. Rodgers

FILED

03 JUL 9 PM 1:03

SECTION OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FBBA Partners I, Inc. a Florida corporation, the sole General Partner of FBBA Partners I, Ltd., a Florida limited partnership, through its duly authorized officer, certifies as follows:

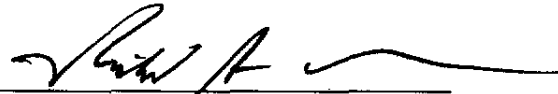
1. The amount of the capital contribution that has been made by the Limited Partners is \$446,000.
2. The amount anticipated to be contributed by the Limited Partners is \$446,000.

Signed this 28th day of January, 2003.

FURTHER the Affiant sayeth naught.

GENERAL PARTNER:

FBBA PARTNERS I, INC., a Florida
corporation



Richard A. Rodgers, Incorporator

03 JAN 9 PM 1:00
RECORDED & INDEXED
TALLAHASSEE, FLORIDA

FILED