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From:  
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FLORIDA LIMITED PARTNERSHIP

Crofut's Black Gold Limited Partnership

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Page Count	03
Estimated Charge	\$140.00

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**CERTIFICATE OF LIMITED PARTNERSHIP OF  
CROFUT'S BLACK GOLD LIMITED PARTNERSHIP**

The undersigned, for the purpose of forming a limited partnership under Section 620.108 of the Florida Revised Uniform Limited Partnership Act, hereby adopts the following Certificate of Limited Partnership:

Article 1. Name and Address. The name of the Limited Partnership is Crofut's Black Gold Limited Partnership. The mailing address of the Limited Partnership is:

5750 Fruitville Rd.  
Sarasota, FL 34232

Article 2. Initial Registered Office and Agent. The street address of the initial Registered Office of the Limited Partnership is 1800 Second Street, Suite 971, Sarasota, FL 34236, and the name of its initial Registered Agent at that address is W. LEE MCGINNESS.

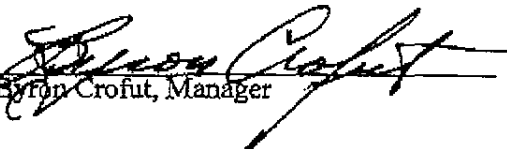
Article 3. General Partner(s). The name and business address of each General Partner of the Limited Partnership is as follows:

Black Gold Management, L.L.C. #L03000009171  
5750 Fruitville Rd.  
Sarasota, FL 34232

Article 4. Date of Dissolution. The latest date upon which the Limited Partnership is to dissolve is December 31, 2050.

Under penalties of perjury, the undersigned affirm(s) that the facts stated herein are true and correct this 14th day of March, 2003.

BLACK GOLD MANAGEMENT, L.L.C.

By:   
Byron Crofut, Manager

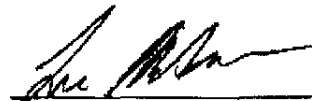
Prepared by:  
W. Lee McGinness, Esq.  
1800 Second Street, Suite 971  
Sarasota, FL 34236  
(941) 954-8788  
Atty #: 0520550

FAX AUDIT #H03-81959

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of CROFUT'S BLACK GOLD LIMITED PARTNERSHIP, which is contained in the foregoing Certificate of Limited Partnership.

DATED this 14th day of March, 2003.



W. Lee McGinness, Registered Agent

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The undersigned, constituting all of the general partners of CROFUT'S BLACK GOLD LIMITED PARTNERSHIP, a Florida limited partnership, certifies:

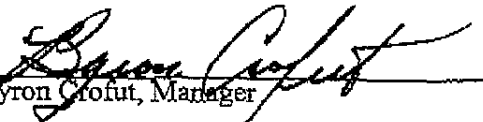
1. The amount of the capital contributions to date of the limited partners is \$ 500.00

2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 500.00

Further affiant saith naught.

Under penalties of perjury, the undersigned has read the foregoing and affirm(s) that the facts stated herein are true and correct this 14th day of March, 2003.

BLACK GOLD MANAGEMENT, L.L.C.  
General Partner

By:   
Byron Crofut, Manager

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