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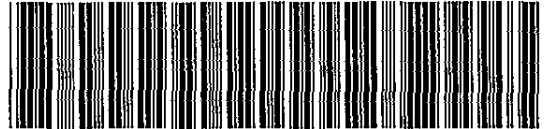
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Kelly Land Holdings of NWE, Ltd.

Please
file
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Signature

Requested by:

SS

Name

4/16/03

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Art of Inc. File
☒ LTD Partnership File
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Art. of Amend. File
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Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
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CERTIFICATE OF LIMITED PARTNERSHIP OF
KELLY LAND HOLDINGS OF NWF, LTD.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

This Certificate of Limited Partnership evidences the creation of a Limited Partnership under the Revised Limited Partnership Act of the State of Florida pursuant to a written Agreement of all Partners executed of even date herewith. The creation of this Limited Partnership is subject only to the filing of this Certificate of Limited Partnership with the Florida Secretary of State and the acceptance thereof by the Secretary of State. This Certificate of Limited Partnership is signed by the duly designated General Partner of the Partnership and contains the following statements required by Florida Statutes 620.108(1):

1. The name of the Limited Partnership is Kelly Land Holdings of NWF, Ltd. (the "Partnership").
2. The business address of the Partnership is 227 Eldridge Road, Fort Walton Beach, Florida 32547.
3. The name of the registered agent of the Partnership is William Scott Foster.
4. The address of the registered agent of the Partnership is 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547.
5. 
(Signature of Registered Agent)
6. The mailing address of the Partnership is 227 Eldridge Road, Fort Walton Beach, Florida 32547.
7. The latest date upon which the Partnership is to be dissolved is April 16, 2053.
8. The name and specific business address of the sole General Partner of the Partnership is:

NAME

ADDRESS

Kelly Land Holdings of NWF, Inc. 227 Eldridge Road, Fort Walton Beach, Florida 32547

103000042706

Signed this 15th day of April, 2003.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WITNESSES:

GENERAL PARTNER:

Carol A. Davis
Print Name: CAROL A. DAVIS

Kelly Land Holdings of NWF, Inc.

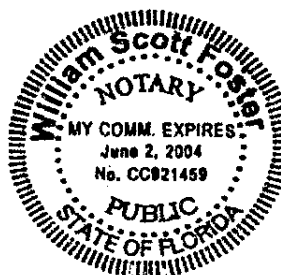
By: *Adrian B. Kelly*
As its President

James E. Kelly
Print Name: JAMES E. KELLY

STATE OF FLORIDA
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me this 15th day of April, 2003.

[Signature]
Notary Public
My Commission Expires: _____



CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

Kelly Land Holdings of NWF, Ltd. (the "Company"), desiring to organize as a limited partnership under the laws of the State of Florida, with its registered office, as indicated in its Certificate of Limited Partnership, at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 325447, has named William Scott Foster, located at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, as its agent to accept service of process within this State.

ACKNOWLEDGMENT.

Having been named as registered agent and to accept service of process for the above stated Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


William Scott Foster

Dated the 16th day of April, 2003

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the sole General Partner of Kelly Land Holdings of NWF, Ltd., a Florida Limited Partnership (the "Partnership"), certifies as follows:

The amount of capital contributions to date of the limited partners of the Partnership is \$99.00.

The total amount contributed and anticipated to be contributed by the limited partners of the Partnership at this time is \$0.00.

This 7-15-03 day of April, 15, 2003.

FURTHER AFFIANT SAYETH 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.

Kelly Land Holdings of NWF, Inc.

By: Adrian B. Kelly
As its President
General Partner of the Partnership

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TALLAHASSEE, FLORIDA