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04/18/03--01053--025 **1837.50

BK

FILED
03 APR 18 PM 2:28
TALLAHASSEE, FLORIDA

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03 APR 18 PM 2:37
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 18, 2003

CSC
ATTN: NORMA HULL

SUBJECT: CIRCLE BB RANCH, LTD.
Ref. Number: W03000011229

RESUBMIT
please give original
submission date as file date
MAY 10 2 31 PM
FILED

RECEIVED
03 MAY -8 PM 12:57
DIVISION OF CORPORATION

We have received your document for CIRCLE BB RANCH, LTD. and your check(s) totaling \$1837.50. However, the document has not been filed and is being retained in this office for the following:

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 103A00023517

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
CIRCLE BB RANCH, LTD.**

The undersigned General Partner of **CIRCLE BB RANCH, LTD.** ("Partnership") hereby forms a limited partnership under the provisions of the Florida Revised Uniform Limited Partnership Act (the "Act"), and pursuant to the following certificate of limited partnership.

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03 APR 18 PM 2:37
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE 1

Name

The name of this Partnership is:

CIRCLE BB RANCH, LTD.

ARTICLE 2

Principal Office

The address of the office of the Partnership is: 14325 State Road 54, Odessa, Florida 33556.

ARTICLE 3

General Partner

The name and business addresses of the General Partner of the Partnership are:

General Partner

Address

Behnke Holding Corporation

14325 State Road 54
Odessa, FL 33556

PO3000049948

ARTICLE 4

Mailing Address

The mailing address for the Partnership is: 14325 State Road 54, Odessa, Florida 33556.

ARTICLE 5

Duration

The latest date upon which the Partnership is to be dissolved is December 31, 2050.

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03 APR 18 PM 2:31
TALLAHASSEE, FLORIDA

ARTICLE 6

Agent for Service of Process

The name and address of the agent for service of process required to be maintained by Section 620.105 of the Act are: Robert E. Aylward, Esq., 600 S. Magnolia Ave., Suite 100, Tampa, Florida 33606.

Under penalties of perjury, we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 8 day of April, 2003.

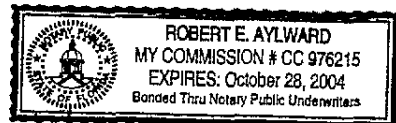
BEHNKE HOLDING CORPORATION

By: Carl Behnke
Carl Behnke, its President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was sworn to and subscribed before me this 8 day of April, 2003, by Carl Behnke, the President of Behnke Holding Corporation, a Florida corporation, the General Partner of **CIRCLE BB RANCH, LTD.**, a Florida limited partnership, on behalf of the partnership. He is personally known to me.

Robert E. Aylward
Notary Public
My Commission Expires:



CIRCLE BB RANCH, LTD.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, **Robert E. Aylward**, having been named as registered agent to accept service of process for the above named Partnership, at the registered office designated in the Certificate of Limited Partnership, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the registered agent.


Robert E. Aylward

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR
A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting all of the General Partners of **CIRCLE BB RANCH, LTD.**, a Florida limited partnership, certify as follows:

The amount of Capital Contributions to date of the Limited Partners is \$1,000.00.

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals at least \$250,000.00.

Signed this 8 day of April, 2003.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

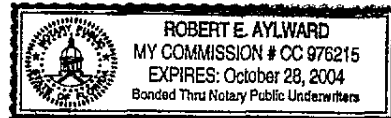
BEHNKE HOLDING CORPORATION

By: Carl Behnke
Carl Behnke, its President

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was sworn to and subscribed before me this 8 day of April, 2003, by Carl Behnke, the President of Behnke Holding Corporation, a Florida corporation, the General Partner of **CIRCLE BB RANCH, LTD.**, a Florida limited partnership, on behalf of the partnership. He is personally known to me.

Robert E. Aylward
Notary Public
My Commission Expires:



BEHNKE/CIRCLEBBRANCHCERTIFICATE