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(City/State/Zip/Phone #)

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(Business Entity Name)

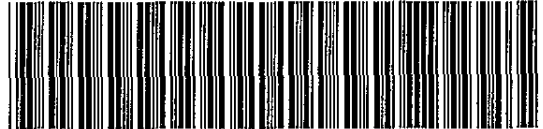
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TALLAHASSEE, FLORIDA

HUEY, GUILDAY, TUCKER, SCHWARTZ & WILLIAMS, P.A.

ATTORNEYS AND COUNSELORS AT LAW

P.O. BOX 12500

TALLAHASSEE, FLORIDA 32317-2500

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1983 CENTRE POINTE BOULEVARD
SUITE 200
TALLAHASSEE, FLORIDA 32308

GOVERNMENTAL AFFAIRS OFFICE:
201 SOUTH MONROE STREET
SUITE 200
TALLAHASSEE, FLORIDA 32301

July 3, 2003
VIA HAND DELIVERY

Secretary of State
Division of Corporations
East Gaines Street
Tallahassee, Florida

Re: KWSM, LTD

Dear Sir or Madam:

I have enclosed the original and one copy of Certificate of Limited Partnership for KWSM, LTD and a check for \$148.75 for filing fee, a certified copy, and a certificate of status. Please call me when the certified copy and certificate of status are ready and I will have a runner pick them up.

Thank you.

Sincerely,

HUEY, GUILDAY, TUCKER,
SCHWARTZ & WILLIAMS, P.A.



Chris Gibson, Secretary to
Geoffrey B. Schwartz

/cg
Enclosures

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TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP

of

KWSM, LTD.

This Limited Partnership Agreement made this between KWFGP, INC., General Partner,
and, Kenneth L. Wood, Limited Partner.

WITNESSETH:

ARTICLE I
FORMATION OF PARTNERSHIP

The parties agree to enter into this partnership to be formed under § 620, Florida
Statutes, which shall govern the rights and liabilities of the parties except as expressed below.

ARTICLE II
NAME, PRINCIPAL OFFICE, AND
MAILING ADDRESS

The business of the partnership shall be conducted under the name of KWSM, LTD. The
business address of the Limited Partnership is 2070 South Orange Blossom Trail, Apopka,
Florida 32703.

The Registered Agent for service of process shall be Kenneth L. Wood, 2070 South
Orange Blossom Trail, Apopka, Florida 32703.

The mailing address of the Limited Partnership is 2070 South Orange Blossom Trail,
Apopka, Florida 32703.

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TALLAHASSEE, FLORIDA
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ARTICLE III
NATURE OF BUSINESS

1. To purchase, lease, or otherwise acquire, sell, sublease or otherwise dispose of properties of every kind and nature, to operate a business in or expand any properties acquired, to manage businesses located on properties not owned by the Partnership, and generally to engage in the business of dealing in investment properties.
2. To conduct business, hold, mortgage, sell, convey, lease or otherwise dispose of real or personal property including franchises, patents, copyrights, trademarks, and licenses of the State of Florida, and in all other states and countries.
3. To contract debts and borrow money, issue, sell, or place bonds, debentures, notes and other evidences of debt, and execute mortgages, transfers of Partnership property, or other instruments to secure the payment of Partnership indebtedness.
4. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of shares of capital stock, bonds, securities, or other evidences of indebtedness created by any person, firm or corporation, and while the owner of such stock, exercise all of the rights, powers, and privileges of ownership, including the right to vote the stock.
5. To purchase the assets of any other person, firm, or corporation and engage in the same or other character of business.
6. To enter into, make, and perform contracts for any lawful purpose pertaining to the business of the Partnership without limit as to amount, with any person, firm, syndicate, association, corporation, or governmental entity, domestic or foreign.

7. To exercise all the powers of like partnerships confirmed by the laws of the State of Florida. The purposes listed above shall not limit or restrict this Partnership.

ARTICLE IV.
NAME AND ADDRESS OF GENERAL PARTNER

The name and address of the General Partner is:

KWFGP, INC.
2070 South Orange Blossom Trail
Apopka, Florida 32703

PO70000073569

ARTICLE V
DISSOLUTION

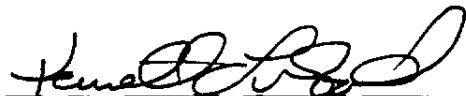
The latest date upon which the limited partnership is to dissolve is:

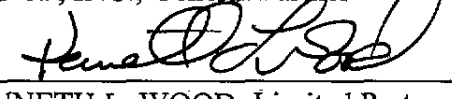
- (A) By written consent of the General Partner and all Limited Partners;
- (B) The death, bankruptcy, or adjudication of insanity or incompetence of the General Partner; provided, however, that the Limited Partners may select a successor to the General Partner within ninety (90) days;
- (C) By any event which makes it unlawful for the Partnership business to be continued;
- (D) By failure to elect a successor to the General Partner within ninety (90) days after notice has been given to the Limited Partners of the intent of the General Partner to withdraw;
- (E) Upon disposition of all interests and assets; or
- (F) For failure of the General Partner to meet any material commitment to the Partnership in accordance with any written undertaking.

FILED
JUL 3 1993
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TALLAHASSEE, FLORIDA
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JUL 3 1993
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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we, and each of us, have signed this Certificate

this _____ day of July 2003.


KENNETH L. WOOD, President of
KWFGP, INC., General Partner


KENNETH L. WOOD, Limited Partner

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

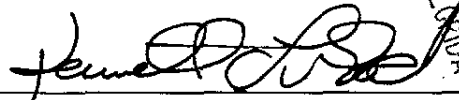
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared KENNETH L. WOOD, President of KWFGP, INC., General Partner, who after being duly sworn deposes and says:

1. That KWFGP, INC. is the General Partner of KWSM, LTD., a Florida limited partnership.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000.00.

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.

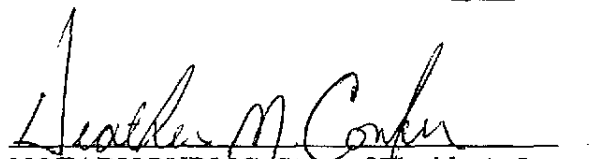


Kenneth L. Wood, President of KWFGP, INC.,
General Partner

SWORN TO AND SUBSCRIBED BEFORE ME by Kenneth L. Wood, known to me to be the President of KWFGP, INC., General Partner of G.W. Partners, Ltd., this. 3 day of July 2003, who is personally known.



HEATHER M. CONFER
MY COMMISSION # DD 190878
EXPIRES: April 12, 2007
Bonded Thru Budget Notary Services



NOTARY PUBLIC, State of Florida At Large
My Commission Expires:


CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 620.105, Florida Statutes, the following is submitted:

1. The name of the limited partnership is KWSM, LTD.
2. The name and address of the registered agent and office is:

Kenneth L. Wood
2070 South Orange Blossom Trail
Apopka, Florida 32703

Having been named as registered agent and to accept service of process for the above named Limited Partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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.



Kenneth L. Wood

Date: 7-3-03

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