Florida Department of State

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Division of Corporations

: (850)205-0383 Fax Number

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES

Account Number : 110450000714 Phone : (850)222-1173 Fax Number : (850)224-1640

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# PARTNERSHIP

RMC ENTERPRISES, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$1,785.00

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Department of State 10/23/2003 9:27 PAGE 1/1 RightFAK

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### FLORIDA DEPARTMENT OF STATE Glends E. Hood Secretary of State

October 23, 2003

CORPORATE & CRIMINAL RESEARCH

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SUBJECT: RMC ENTERPRISES, LTD.

REF: W03000030802

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#### CERTIFICATE OF LIMITED PARTNERSHIP

OF

# RMC PARTNERS , LTD. a Florida Limited Partnership

The undersigned General Partner, desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act, as set forth in Chapter 620 of the Florida Statutes, does hereby state the following:

- 1. The Partnership's name is RMC PARTNERS , LTD., a Florida Limited Partnership.
- 2. The address of the office of the Partnership is:

3315 7<sup>th</sup> Street Circle West Palmetto, FL 34221

3. The name and street address of the Agent for service of process on the Partnership are as follows:

Robert D. Cross 3315 7th Street Circle West Palmetto, FL 34221

4. The name and business address of the General Partner are as follows:

RMC Holdings, L.L.C. LU300039893 3315 7th Street Circle West Palmetto, FL 34221

5. The mailing address of the Partnership is:

3315 7<sup>th</sup> Street Circle West Palmetto, FL 34221

- 6. The latest date on which the Limited Partnership is to be dissolved and its affairs wound up is <u>December 31</u>, 2053, unless the term of the Partnership is further extended by a Majority in Interest of the Partners, as defined in the Partnership Agreement.
- 7. The effective date of this Certificate of Limited Partnership shall be the effective date of the filing of the Certificate of Limited Partnership with the Florida Department of State.

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The execution of this Certificate and Affidavit by the undersigned General Partner constitutes an affirmation, under the penalties of perjury, that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by Robert D. Cross, as President of RMC Holdings, L.L.C., a Florida limited liability company, the General Partner of RMC PARTNERS, LTD., a Florida Limited Partnership, this 21 day of October, 2003.

WITNESSES:

RMC HOLDINGS, L.L.C., a Florida limited liability

combana

President

"GENERAL PARTNER"

STATE OF FLORIDA COUNTY OF SARASOTA

Notary Public Printed Name/My Commission

Expires:

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Expires August 07 2005

THIS INSTRUMENT PREPARED BY: THIS INSTRUMENT PREPARED BY:
JOHN A. MORAN, ESQUIRE
FLORIDA BAT NO. 718335

DUNLAP & MORAN, P.A.
POST Office Box 3918

SATASOTA, FL 34230-3948

Telephons: 941-366-0115

JAM: PJV/7027-5 Cert of Lim Part

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## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory Registered Agent for RMC PARTNERS, LTD., a Florida Limited Partnership (the "Partnership" in the foregoing Cartificate of Limited Partnership). I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

Dated: October 32, 2003

Registered Agent:

Robert D. Cross 3315 7th Street Circle West

Falmetto, FL 34221

## H030003021793

### AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA COUNTY OF SARASOTA

BEFORE ME, the undersigned authority personally appeared ROBERT D. CROSS, President of RMC HOLDINGS, L.L.C., a Florida limited liability company, the Ganeral Partner of RMC PARTNERS, LTD., a Florida Limited Partnership (the "Partnership"), who, upon being duly sworn, certified as follows:

- 1. The amount of capital contribution to the Partnership made by the Limited Partners is in aggregate of Nine Hundred Seventy-Seven Thousand and No/100 Dollars (\$977,000.00).
- 2. At this time it is anticipated that the Limited Partners will make additional capital contributions in aggregate of Five Hundred Thousand and No/100 Dollars (\$500,000.00).

Under penalties of perjury, I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

RMC HOLDINGS, L.L.C., a Florida limited liability company

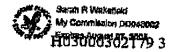
Robert D. Cross,

President

Subscribed and sworn before me, the undersigned authority, this 22 day of October, 2003, by ROBERT D. CROSS, as President of RMC HOLDINGS. L.L.C., who is personally known to me or who has produced as identification.

Printed Name/My Commission Expires:

JAM: PJV\7027-5\affidevit of Capital Contaibution - not like kind



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