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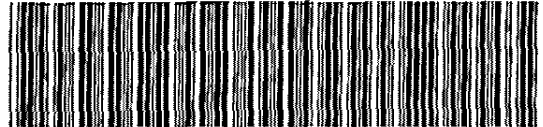
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2004 MAY -5 PM 3:11
CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAY 13 2004

LITVAK BEASLEY & WILSON, LLP
ATTORNEYS AT LAW

KRAMER A. LITVAK, P.A.*
ROBERT O. BEASLEY, P.A.
PAUL A. WILSON, P.A.†

*BOARD CERTIFIED TAX ATTORNEY
†ALSO ADMITTED IN ALABAMA

SunTrust Tower, Suite 606
220 West Garden Street
Post Office Box 13503
Pensacola, Florida 32591-3503

TELEPHONE (850) 432-9818
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May 3, 2004

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Rowley Family Limited Partnership

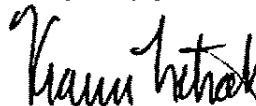
Dear Clerk:

Enclosed please find the following items:

1. Check for filing fees in the amount of \$1785.00
2. Certificate of Limited Partnership of the Rowley Family Limited Partnership.
3. Affidavit of General Partner

Should you need any further assistance, please do not hesitate to call.

Very truly yours,


Kramer A. Litvak

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TALLAHASSEE, FLORIDA

KAL/kmd
Enclosures
Cc: Edward Villar
G:\Kramer\RowleyFLP\trDivofCorp043004.doc

**CERTIFICATE OF LIMITED PARTNERSHIP
OF THE
ROWLEY FAMILY LIMITED PARTNERSHIP
A Florida Limited Partnership**

The parties hereto do hereby certify that an Agreement was made effective the 19th day of April, 2004, at Pensacola, Florida, by Rowley Investments, Inc., a Florida corporation, hereinafter called "General Partner," and by the following, hereinafter referred to as "Limited Partners":

1. Margaret L. Rowley
2. Edward B. Villar, Jr.
3. Cathy L. Villar

WITNESSETH:

The parties hereto, on the date described above, formed a Limited Partnership pursuant to the provisions of Section 620.101 et. seq. of The Revised Uniform Limited Partnership Act (1986), as amended, and execute and cause to be filled this certificate as required by Sections 620.108, 620.114, and 620.116 of the above-referenced Act.

1. Name. The name of the Limited Partnership is ROWLEY FAMILY LIMITED PARTNERSHIP.

2. Address of Office Where Records are Kept. The address of the office where records are maintained pursuant to Section 620.106 is 348 Mirabelle Drive, Pensacola, Fl 32514.

3. Name and Address of Registered Agent. The name and address for the agent for service of process is Edward B. Villar, Jr., 348 Mirabelle Drive, Pensacola, Fl 32514.

4. Name and Business Address of General Partner. The name and business address of the General Partner is Rowley Investments Inc., a Florida corporation, 348 Mirabelle Drive, Pensacola, Fl 32514.
#P04000060662

5. Mailing Address. The mailing address of this limited partnership is 348 Mirabelle

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**AFFIDAVIT OF GENERAL PARTNER
OF THE
ROWLEY FAMILY LIMITED PARTNERSHIP**

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The Undersigned, being the General Partner of the above-named Limited Partnership, having been duly sworn, does hereby state as follows:

1. That the Undersigned is the General Partner of the above-named Limited Partnership.
2. That the total contributions of Limited Partners in the above-named Limited Partnership is \$1,649,484.54.
3. Additional contributions by the Limited Partners in the amount of NONE are anticipated.

DATED this 19 day of April, 2004.

GENERAL PARTNER:

Rowley Investments, Inc.

By: [Signature]
Its: President

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 19th day of April, 2004 by Cathy L. Villar, President of Rowley Investments, Inc., a Florida corporation, the general partner of the Rowley Family Limited Partnership, a Florida limited partnership, who is personally known to me or who produced _____ as identification.

[Signature]
NOTARY PUBLIC, State of Florida

KAL/clcr

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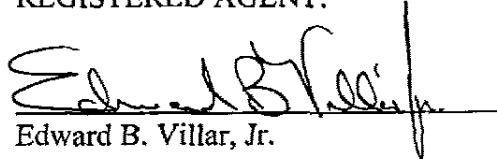
Kramer Livak
My Commission DD197821
Expires March 27 2007

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TALLAHASSEE, FLORIDA

Drive, Pensacola, Fl 32514.

6. Term. The Limited Partnership shall begin on the date the Certificate of Limited Partnership is filed with the Department of State, and shall continue until the 31st day of December, 2053, unless dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the Partners. Having been named as registered agent to accept service of process for the above Limited Partnership, I am familiar with and accept appointment as registered agent.

REGISTERED AGENT:


Edward B. Villar, Jr.

GENERAL PARTNER:
Rowley Investments, Inc.

By: 
Its: President

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