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# MERRITT & TENNEY LLP

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May 28, 2004

VIA FEDEX

Department of State  
Division of Corporations  
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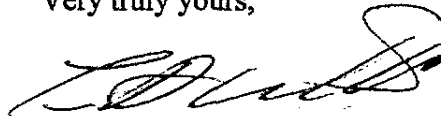
In re: Hughes Investment Partners of Florida, Ltd.

Dear Sir or Madam:

Enclosed herewith for filing with your office is the original and two (2) copies of the Certificate of Limited Partnership for Hughes Investment Partners of Florida, Ltd. Additionally, we have enclosed our check in the amount of \$1,785.00 to cover the cost of filing the Certificate and designating the registered agent. Please file the enclosed document and return a filed copy to us. For your convenience, we have enclosed a self addressed, stamped envelope.

If you have any questions regarding the enclosed documents, then please do not hesitate to contact me at (770) 952-6550.

Very truly yours,



Lex A. Watson, II

Enclosures

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HUGHES INVESTMENT PARTNERS OF FLORIDA, LTD.

1. HUGHES INVESTMENT PARTNERS OF FLORIDA, LTD.  
(Name of Limited Partnership)
2. 296 Osprey Point Drive, Osprey, Fla. 34229  
(The Business Address of Limited Partnership)
3. Wesley E. Hughes  
(Name of Registered Agent For Service of Process)
4. 296 Osprey Point Drive, Osprey, Fla. 34229  
(Florida Street Address For Registered Agent)
5. Wesley E. Hughes  
Wesley E. Hughes
6. 296 Osprey Point Drive, Osprey, Fla. 34229  
(The Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2046.

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- | 8. NAME OF GENERAL PARTNERS | SPECIFIC ADDRESS                             |
|-----------------------------|----------------------------------------------|
| Wesley E. Hughes            | 296 Osprey Point Drive<br>Osprey, Fla. 34229 |
| Brenda A. Hughes            | 296 Osprey Point Drive<br>Osprey, Fla. 34229 |

*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 27<sup>th</sup> day of May, 2004.

GENERAL PARTNERS:

Wesley E. Hughes  
WESLEY E. HUGHES

Brenda A. Hughes  
BRENDA A. HUGHES

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting all of the General Partners of HUGHES INVESTMENT PARTNERS OF FLORIDA, LTD., a Florida limited partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$ 13,000,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 13,000,000.

This 27<sup>th</sup> day of May, 2004.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, we, the undersigned officers of the General Partner of HUGHES INVESTMENT PARTNERS OF FLORIDA, LTD., a Florida limited partnership, declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.

Wesley E. Hughes  
WESLEY E. HUGHES

Brenda A. Hughes  
BRENDA A. HUGHES

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STATE OF GEORGIA )  
COUNTY OF COBB )

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments, in and for the State and County set forth above, personally appeared Wesley E. Hughes and Brenda A. Hughes, the General Partners of the Partnership, known to me and known by me to be the persons who executed the foregoing Affidavit of Capital Contributions, and they acknowledged to me and before me that they executed this Affidavit as the General Partners of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 27<sup>th</sup> day of May, 2004.



Jacqueline J. Rio  
Notary Public  
My commission expires:  
4/21/2006