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**FLORIDA LIMITED PARTNERSHIP**

Kent Callahan, Ltd.

Certificate of Status	0
Certified Copy	1
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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
KENT CALLAHAN, LTD.**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Sections 620.101 through 620.205 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is Kent Callahan, Ltd.
2. The address of the office of the Partnership as referred to in Section 620.108, Florida Statutes, is 19714 County Road 44A, Eustis, Florida 32736.
3. The name and address of the agent for service of process on the Partnership shall be Hugh C. Kent, 19714 County Road 44A, Eustis, Florida 32736.
4. The name and business address of the General Partner are:
 

<u>Name</u>	<u>Address</u>
Kent Callahan Management, Inc. PO4-89696	19714 County Road 44A Eustis, FL 32736
5. The mailing address for the Partnership is 19714 County Road 44A, Eustis, Florida 32736.
6. The latest date upon which the Partnership shall dissolve is December 31, 2079.
7. A conveyance or encumbrance of real property or any interest therein held in the name of the Partnership, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership name by the General Partner.

Under 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.

This Certificate of Limited Partnership was executed by the General partner this 28<sup>th</sup> day of July, 2004.

GENERAL PARTNER

KENT CALLAHAN MANAGEMENT, INC., a  
Florida corporation


By: Hugh C. Kent  
Hugh C. Kent, President

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the above-named Partnership, at the place designated in the foregoing Certificate of Limited Partnership, I hereby accept such appointment and agree to act in such capacity, and I further agree to comply with provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent. I am familiar with, and accept the duties and obligations of, Section 620.192 of the Florida Statutes.

REGISTERED AGENT

  
\_\_\_\_\_  
Hugh C. Kent

Date: July 28, 2004

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STATE OF FLORIDA

COUNTY OF LAKE

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, personally appeared Hugh C. Kent as President of Kent Callahan Management, Inc., the general partner of Kent Callahan, Ltd., a Florida limited partnership (the "Partnership"), of Lake County, Florida, who upon being duly sworn, certified as follows:

1. The amount of the capital contributions to the Partnership made by the limited partners is \$100,000.00.
2. The amount of additional capital contributions anticipated to be contributed by the limited partners is \$-0-.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER

KENT CALLAHAN MANAGEMENT, INC., a Florida corporation

By: *H.C. Kent*  
Hugh C. Kent, President

Date: July 28, 2004

Sworn to and subscribed before this 28<sup>th</sup> day of July, 2004, by Hugh C. Kent, as President of Kent Callahan Management, Inc., as General Partner of Kent Callahan, Ltd., a Florida limited partnership. He  is personally known to me,  produced a driver's license (issued by a state of the United States within the last five (5) years) as identification,  or produced other identification, to wit: \_\_\_\_\_

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04 JUL 28 2004

Print Name: *Charles H. Egerton*  
Notary Public - State of Florida  
Commission No.: *00067977*  
My Commission Expires: *12/20/05*

CHARLES HENRY EGERTON  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # 00067977  
EXPIRES 12/20/05  
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