

TC
\$3,650,000.00

GRAY|ROBINSON
ATTORNEYS AT LAW

SUITE 600
301 SOUTH BRONOUGH ST. (32301)
POST OFFICE BOX 11189
TALLAHASSEE, FL 32302-3189
TEL 850-222-7717
TEL 850-577-9090
FAX 850-222-3494
FAX 850-577-3311
gray-robinson.com

CLERMONT
KEY WEST
LAKE LAND
MELBOURNE
ORLANDO
TALLAHASSEE
TAMPA

kjusevitch@gray-robinson.com

August 23, 2004

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

SECRETARY OF STATE
TALLAHASSEE, FL 32301

2004 / AUG 23 P 3:28

FILED

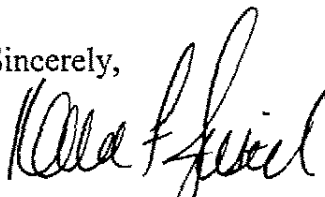
To Whom It May Concern:

Enclosed for filing, please find the **CERTIFICATE OF LIMITED PARTNERSHIP, CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT, and AFFIDAVIT OF CAPITAL CONTRIBUTION**. Also enclosed is a check in the amount of **\$1,837.50** for the applicable filing fees and to obtain **CERTIFIED** copies of the **CERTIFICATE OF LIMITED PARTNERSHIP** for the following entity:

USF-FONTANA, LTD

Upon receipt, please "date-stamp" the copy of the letter provided and call me at 577-9090, when the documents are ready. Thank you for your assistance in this matter.

Sincerely,



Karen F. Jusevitch, Paralegal

/kfj
Enclosures

**CERTIFICATE OF LIMITED PARTNERSHIP OF
USF - FONTANA, LTD.**

a Florida limited partnership

- I. Name. The name of the partnership shall be:

USF - FONTANA, LTD.

- II. Name and Address of Registered Agent. The name and address of the agent and office for service of process of the limited partnership shall be:

J. Steven Schrimsher
600 E. Colonial Drive
Suite 100
Orlando, FL 32803

- III. General Partner. The name and address of the general partner of the partnership is as follows:

Schrimsher Investments Corporation
600 E. Colonial Drive
Suite 100
Orlando, FL 32803

- IV. Location of Principal Place of Business and Mailing Address. The location of the principal place of business and mailing address of the limited partnership is as follows:

600 E. Colonial Drive
Suite 100
Orlando, FL 32803

- V. Term. The term for which the limited partnership is to exist will be from the date of the filing of this certificate, until dissolution. The latest date upon which the limited partnership is to dissolve is December 31, 2054.

The undersigned hereby acknowledges that the undersigned has read this Certificate of Limited Partnership of USF - FONTANTA, LTD., a Florida limited partnership, and the undersigned acknowledges that it has joined in the Certificate of Limited Partnership.

FILED
2004 AUG 23 P 3:28
SECRETARY OF STATE
TALLAHASSEE, FL

P916000086295


Under the penalties of perjury, the undersigned declares that the undersigned has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Signed this 19th day of August, 2004.

USF - FONTANA, LTD., a Florida limited partnership

By: SCHRIMSHER INVESTMENTS CORPORATION, a Florida corporation, the General Partner

By:

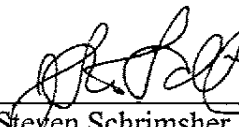

J. Steven Schrimsher, President

FILED
2004 AUG 23 P 3:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for USF - FONTANA, LTD., a Florida limited partnership, I hereby accept appointment as its Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of *Florida 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.

DATED this 19th day of August, 2004.



J. Steven Schrimsher

FILED
2004 AUG 23 P 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE THE UNDERSIGNED, personally appeared J. Steven Schrimsher, in his capacity as President of SCHRIMSHER INVESTMENTS CORPORATION, a Florida corporation, the general partner of USF - FONTANA, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership" who, upon being sworn, certifies as follows:

1. The amount of capital contributions to date of the limited partners of the Partnership is \$0.00.
2. The total amount of capital contributions contributed ^{anticipated to be} contributed by the limited partners is \$3,650,000.00.

Signed this 19th day of August, 2004.

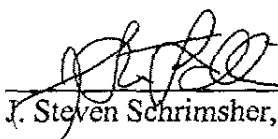
FURTHER AFFIANT SAYETH NOT.

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

USF - FONTANA, LTD., a Florida limited partnership

By: SCHRIMSHER INVESTMENTS CORPORATION, a Florida corporation, the General Partner

By:


J. Steven Schrimsher, President

FILED
2004 AUG 23 P 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA