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Other

CERTIFICATE OF LIMITED PARTNERSHIP AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF REGIONAL CAPITAL FUND, LLLP

AMORA ON SHARE This Certificate of Limited Partnership is submitted in compliance with Section 620.108, F Statutes (2003).

- 1. The name of the limited liability limited partnership is Regional Capital Fund, LLLP.
- 2. The mailing address of the limited liability limited partnership is as follows:

c/o Robert R. Deison, Managing General Partner 3500 Financial Plaza, Suite 202 Tallahassee, FL 32312

3. The address of the office and the name and address of the agent for service of process is as follows:

c/o Robert R. Deison 3500 Financial Plaza, Suite 202 Tallahassee, FL 32312

4. The name and the business address of the general partners of the limited liability limited partnership are as follows:

Robert R. Deison 3500 Financial Plaza, Suite 202 Tallahassee, FL 32312

Thomas H. Deison 3500 Financial Plaza, Suite 202 Tallahassee, FL 32312

- 5. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2054.
- 6. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$30,000,000.00.

The execution of this statement as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Executed this ______day of September, 2004.

ROBERT R. DEISON General Partner THOMAS H. DEISON General Partner
STATE OF FLORIDA, COUNTY OF LEON.
The foregoing instrument was acknowledged before me this 227 day of September, 2004, by ROBERT R. DEISON, who is personally known to me or who has produced as identification.
NOTARY PURINTATE OF FLORIDA
STATE OF FLORIDA, COUNTY OF LEON. Print, Type of Stamp, Name of Notary **DD145682 **DD145682 **DD145682 **DD145682 **DD145682 **DD145682 **DD145682 **DD145682 **DD145682
The foregoing instrument was acknowledged before me this 22 day of September, 2004, by THOMAS H. DEISON, who is personally known to me or who has produced as identification. NOTARY PUBLIC, STATE OF FLORIDA
Print, Type or striff of Notary #DD145682

CERTIFICATE OF DESIGNATION REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 620.105, Florida Statutes, the undersigned limited partnership submits the following statement to designate a registered office and registered agent in the State of Florida.

- The name of the Limited Liability Limited Partnership is: Regional Capital Fund, LLLP. 1.
- The name and the Florida street address of the registered agent and office are: Robert R. Deison, 3500 Financial Plaza, Suite 202, Tallahassee, FL 32312.

REGIONAL CAPITAL FUND, L.L.L.P.

By:

ROBERT R. DEISON, MANAGING

GENERAL PARTNER

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY LIMITED PARTNERSHIP AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL 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 AS PROVIDED FOR IN CHAPTER 608, F.S.

ROBERT R. DEISON