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## PEEK, COBB, EDWARDS & ASHTON

PROFESSIONAL ASSOCIATION
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JACKSONVILLE 904 / 399-1609 OCALA 352 / 867-1609 PONTE VEDRA BEACH 904 / 280-1609

December 15, 2004

## Via Federal Express

Department of State Division of Corporations 409 East Gaines Street George Firestone Building Tallahassee, Florida 32301

Re: BNI Management, Ltd.

Dear Madam/Sir:

Enclosed for filing is an original and one copy of the Certificate of Limited Partnership of BNI Management, Ltd., together with an Affidavit. Also enclosed is our firm check for \$1,837.00 for the following fees:

Filing Fee Registered Agent Designation Certified Copy	\$ 1,750.00 35.00 52.50
Total Fees	\$ 1,837.00

Please file the original Certificate of Limited Partnership of BNI Management, Ltd., and forward a certified copy of same to our office.

David H. Peek

Very trul

DHP/bkb Enclosure

cc: Mr. Charles O. Chupp

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# CERTIFICATE OF LIMITED PARTNERSHIP

BNI MANAGEMENT, LTD.

- 1) The name of this limited partnership is BNI MANAGEMENT, LTD.
- 2) The business address of this limited partnership is 1357 West Beaver Street. Jacksonville, Florida, 32209-7632.
- 3) The mailing address of this limited partnership is P.O. Box 40606, Jacksonville, Florida, 32203-0606.
- 4) The name of the registered agent for service of process on this limited partnership is DAVID H. PEEK.
- 5) The Florida address for the registered agent of this limited partnership is 1301 Riverplace Boulevard, Suite 1609, Jacksonville, Florida, 32207.
- 6) The latest date upon which the Limited Partnership is to be dissolved is December 31, 2020.

## 7) NAME OF GENERAL PARTNER(S) SPECIFIC ADDRESS

BNI Management, L.L.C. #L04000092895

P.O. Box 40606 Jacksonville, Florida 32203-0606

8) NAME OF LIMITED PARTNER(S) SPECIFIC ADDRESS

Charles O. Chupp

P.O. Box 40606 Jacksonville, Florida 32203-0606

IN WITNESS WHEREOF, this Certificated of Limited Partnership has been executed this \_ 15 day of December, 2004.

**GENERAL PARTNERS:** 

BNI MANAGEMENT, L.L.C.

Charles O. Chupp, Manager

#### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above referenced limited partnership, at the place designated in the Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: December 15, 2004

David H. Peek

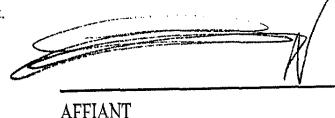
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COMPURATIONS

## **AFFIDAVIT**



The undersigned, after being duly sworn, deposes and says:

- 1. Affiant is a General Partner of the BNI MANAGEMENT, LTD., Limited Partnership.
- 2. The undersigned declares that the capital contributed by the Limited Partners of the above-referenced Partnership is \$99.00, and the amount anticipated to be contributed in the future is \$2,000,000.
  - 3. Further Affiant sayeth not.



Sworn to and subscribed before me by Charles O. Chupp, Manager of BNI Management, L.L.C., this day of December, 2004, and who did take an oath.

(SEAL)

My Commission Expires

Print

Notary Public, State and County Aforesaid.

Personally known

Produced Identification

Type of Identification



DAVID H. PEEK Notary Public, State of Florida My comm. expires Dec. 6, 2007 Comm. No. DD 267701