

DAVID P. JOHNSON
ATTORNEY AND COUNSELOR AT LAW
2201 RINGLING BOULEVARD
SUITE 104
SARASOTA, FLORIDA 34237

MEMBER OF FLORIDA
AND MICHIGAN BARS

CERTIFIED PUBLIC ACCOUNTANT

CHARTERED LIFE UNDERWRITER

CHARTERED FINANCIAL CONSULTANT

TELEPHONE: (941) 365-0118

FACSIMILE: (941) 955-3391

EMAIL: dpj@verizon.net

BOARD CERTIFIED
TAX LAWYER

BOARD CERTIFIED
WILLS, TRUSTS &
ESTATES LAWYER

February 17, 2005

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 3214

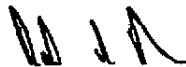
RE: STONECO, LTD.

Enclosed is the Certificate of Limited Partnership of Stoneco, Ltd. along with the Affidavit of Capital Contributions. Also enclosed is a check in the amount of \$96.25, representing the filing fee of \$52.50, designation of resident agent fee of \$35 and certificate under seal fee of \$8.75

Please return evidence of the filing of this partnership to this office as soon as possible.

If you have any questions, do not hesitate to contact me.

Very truly yours,



DAVID P. JOHNSON

Enclosures
DPJ:nlh

FILED
05 FEB 21 AM 11:08
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
STONECO, LTD.**

a Florida Limited Partnership

The undersigned General Partner, desiring to form a Limited Partnership pursuant to the Chapter 620, Florida Statutes, hereby states:

1. The name of the Partnership is **STONECO, LTD.**
2. The business address of the Limited Partnership is 7169 N. Serenoa Drive, Sarasota, Florida 34241.
3. The name and address of the Resident Agent for service of process on the Limited Partnership is:

David P. Johnson
2201 Ringling Boulevard, Suite 104
Sarasota, Florida 34237.

Having been named as statutory registered agent for **STONECO, LTD.**, a Florida limited Partnership (the "Partnership"), I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.



DAVID P. JOHNSON

4. The mailing address of the Partnership is 7169 N. Serenoa Drive, Sarasota, Florida 34241.
5. The latest date upon which the Partnership shall dissolve is December 31, 2044.
6. The name and business address of the General Partner is:

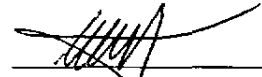
STONECO, LLC
a Florida Limited Liability Company
7169 N. Serenoa Drive
Sarasota, Florida 34241

TALLAHASSEE, FLORIDA
SECURITY
05 FEB 21 AM 8:08
105-
6

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts herein are true and correct.

Signed this 17th day of February, 2005.

STONECO, LLC
a Florida Limited Liability Company
General Partner

By: 
GREGORY STONEBRAKER
Its: Member

FILED
05 FEB 21 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERS**

The undersigned, constituting all of the General Partners of STONECO, LTD., a Florida Limited Partnership, certify:

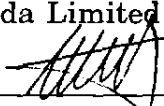
1. The amount of capital contributions to date of the Limited Partners is \$0.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$0.

Signed this 17th day of February, 2005.

FURTHER AFFIANT SAYETH NOT.

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

STONECO, LLC
a Florida Limited Liability Co.

By: 
GREGORY STONEBRAKER
Its: Member

05 FEB 21 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA