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### BRENNAN, MANNA & DIAMOND

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Mark O. Wilhelm II Phone: (904) 366-1518 Fax: (904) 366-1501 mowilhelm@bmdpl.com

September 13, 2005

Florida Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: The Hilder Family Limited Partnership

To Whom It May Concern:

Please find enclosed the Certificate of Limited Partnership and Affidavit of Capital Contribution (the "Certificate") for the above referenced entity as well as a check in the amount of \$787.50 (representing the applicable filing fee). Please file the Certificate accordingly.

We thank you in advance for your responsiveness and cooperation in this matter.

Sincerely,

Mark O. Wilhelm, II

## CERTIFICATE OF LIMITED PARTNERSHIP AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF THE HILDER FAMILY LIMITED PARTNERSHIP

This Certificate of Limited Partnership is made and entered into this \_\_\_\_\_\_ day of \_\_\_\_\_\_, 2005, by and between Richard J. Hilder, as Trustee of the Richard James Hilder Revocable Trust dated May 31, 2002, as the general partner (the "General Partner"), and the limited partners ("Limited Partners"), whereby the parties hereto agree to form a limited partnership pursuant to Chapter 620 of the Florida Statutes and do hereby swear, affirm and certify as follows:

- 1. The name of the limited partnership is the Hilder Family Limited Partnership (the "Partnership").
- 2. The purpose of the Partnership is to engage in any lawful act or activity in which a partnership with or without limited partners may engage, including, without limitation, any and all phases of the business of owning, holding, managing, controlling, acquiring, purchasing, disposing of, or otherwise dealing in or with any interests or rights in any real or personal property, directly or through one or more other limited partnerships, limited liability companies or other entities or arrangements. The Partnership shall be entitled to make its investments within the State of Florida or within any other state which the General Partner deems appropriate.
- 3. The principal place of business and mailing address of the Partnership is c/o Richard J. Hilder, 5001 S.W. 20<sup>th</sup> Street, Apartment 3802, Ocala, Florida 34474.
- 4. The name and business address of the General Partner is: Richard J. Hilder, as Trustee of the Richard James Hilder Revocable Trust dated May 31, 2002, 5001 S.W. 20<sup>th</sup> Street, Apartment 3802, Ocala, Florida 34474.
- 5. The name and address of the agent for service of process for the Partnership shall be Richard J. Hilder, 5001 S.W. 20<sup>th</sup> Street, Apartment 3802, Ocala, Florida 34474.
- 6. The Partnership's existence shall commence on the date the Certificate of Limited Partnership is filed with the Secretary of State of Florida and shall continue for fifty (50) years, unless sooner terminated by law or as provided in the Partnership Agreement.

Agreement.				
Under the penalty of perjury, I declare to contents hereof and the facts stated herein are to the contents hereof and the facts stated herein are to the contents are		dy ECRET	wa5 SEP	·
	GENERAL PARTNER:	상선 설득	9	-
	Ruhard of Holde		丑	
	Richard J. Hilder, as Trustee of James Hilder Revocable Trust dated May 31, 2002		illard	

## Schedule "A" AFFIDAVIT OF CAPITAL CONTRIBUTIONS



#### ACKNOWLEDGMENT BY REGISTERED AGENT

I, Richard J. Hilder, having been named to accept service of process for the above stated Partnership at the place designated in this Certificate, and being familiar with the duties and responsibilities as registered agent for said Partnership, hereby agree to act in this capacity and to comply with the provisions of said laws.

Richard J. Hilder, Registered Agent

STATE OF FLORIDA	)	
COUNTY OF MARION	)	
Revocable Trust dated Mar	cate of Limited Partnership was ackn 205, by Richard J. Hilder, as Truste y 31, 2002, [] who is personally as identification, and who free will.	known to me or [ ] who ha
Jayre E.	lisin	
Notary Public, State of Flori Notary's printed or stamped My commission expires:		· · · · · · · · · · · · · · · · · · ·

