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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT. R FEDOR LIMITED PARTNERSHIP

(Name of Limited Partnership)

Dear Sir or Madam:

The enclosed Certificate of Limited Partnership, Affidavit of Capital Contributions and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

ROBERT PAUL FEDOR

(Name of Person)

R FEDOR LIMITED PARTNERSHIP

(Firm/Company)

11005 8TH STREET EAST

(Address)

TREASURE ISLAND, FLORIDA 33706

(City/State and Zip Code)

For further information concerning this matter, please call:

ROBERT PAUL FEDOR

(Name of Person)

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

CERTIFICATE OF LIMITED PARTNERSHIP

, R FEDOR LIMITED PARTNERSHIP	
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")	wie subst
2. 11005 8TH STREET EAST, TREASURE ISLAND, FLORIDA 33706	. _
(Business address of Limited Partnership)	O TOTAL BEE
3. ROBERT PAUL FEDOR	
(Name of Registered Agent for Service of Process)	<u> </u>
4. 11005 8TH STREET EAST, TREASURE ISLAND, FLORIDA 33706	2 ~4 5 -
(Florida street address for Registered Agent) 5. (Registered Agent must sign here to accept designation as Registered Agent for Service of Process)	· PUI WIE
11005 8TH STREET EAST, TREASURE ISLAND, FLORIDA 33706	ī
O.	
(Mailing Address of the Limited Partnership)	4 ₹4.8≈1.5
(Maning Address of the Limited Partite(sinp)	
7. The latest date upon which the Limited Partnership is to be dissolved is 2050 8	= (some , -
8. Name(s) of general partner(s): ROBERT PAUL FEDOR	į.
REBECCA LYNN FEDOR	
REBECCA LYNN FEDOR	etine el
Street address: 11005 8TH STREET EAST, TREASURE ISLAND,	
FLORIDA 33706	ON THE PARTY NAMED IN COLUMN
	ž · —
Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.	
Signed this 30TH day of SEPTEMBER 2005	
Signature of all general partners:	
General Partner General Partner	
ROBERT PAUL FEDOR REBECCA LYNN FEDOR	
General Partner	d Heimmert
General Partner General Partner	₹1 %% ⊆

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

R FEDOR LIMITED PARTNERSHIP	The state of the s	
a Florida Limited Partnership, certify:		
		0
The amount of capital contributions to date	e of the limited partners is \$ 1,268,530,00	05 007 15
The total amount contributed and anticipate	ed to be contributed by the limited partners at	this tine
totals \$ 1,268,530.00	SECTION OF	<u>ਰ</u>
Signed this 30TH day of SEPTEMBE	R 2005	Y AMERICAN
FURTHER AFFIANT SAYETH NOT.		
Under the penalties of perjury I (we) decla contents thereof and that the facts stated he	are that I (we) have read the foregoing and kn erein are true and correct.	ow the
Coleman Fartner	Lelecca Jun Fed	
ROBERT PAUL FEDOR	REBECCA LYNN FEDOR	
General Partner	General Partner	
General Partner	General Partner	ार्की के सम्बद्ध

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Certificate of Limited Partnership of the R FEDOR Limited Partnership

This Limited Partnership Agreement, made and entered into as of the 30TH day of SEPTEMBER,2005 at 11005 8TH STREET EAST, TREASURE ISLAND 33706 by the following, herein called "General Partners":

ROBERT PAUL FEDOR REBECCA LYNN FEDOR

and by the following, hereinafter referred to as "Limited Partners":

ROBERT PAUL FEDOR REBECCA LYNN FEDOR

WITNESSETH:

- 1. Name, The name of this Limited Partnership is THE R FEDOR LIMITED PARTNERSHIP,
- 2. Business. The general character of the Partnership business shall be to AN INVESTMENT BUSINESS, and conduct a general business as thereto related.
- 3. Principal Place of Business. The location of the principal place of business of the Partnership is 11005 8 TH; , , STREET EAST, TREASURE ISLAND, FLORIDA 33706
- 4. Registered Agent and Office. The registered agent for this Limited Partnership is ROBERT PAUL FIDOR. The street address of the registered agent and the registered office is 11005 8TH STREET EAST, TREASURE ISLAND.
 - 5. The Partners. The General Partners and Limited Partners of this Limited Partnership are as follows:

GENERAL PARTNERS:

Place of Business: 11005 8TH STREET EAST, FLORIDA 33706

ROBERT PAUL FEDOR REBECCA LYNN FEDOR

LIMITED PARTNERS:

Place of Residence: 11005 8TH TREET EAST, FLORIDA 33706

ROBERT PAUL FEDOR REBECCA LYNN FEDOR

- Term. The Partnership shall begin on the 30TH day of SEPTEMBER, 2005 and shall continue for 25 years
 thereafter unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of
 the Partners.
 - 7. Additional Contributions. No additional contributions of the Limited Partners have been agreed upon.
- 8. Return of Contributions. No Limited Partner shall be entitled to withdraw or demand the return of any part of such Partner's capital contribution except upon dissolution of the Partnership.
- Profits. All annual not profits of the Partnership shall be divided among the General and Limited Partners in the same proportions as the Partners' then capital interest accounts, unless retained for the Partnership investment and business activities.

- 10. Assignments. A Limited Partner shall have the right to self such Partner's interest in the Partnership but only after such Limited Partner gives to the Partnership a 120-day opportunity to purchase such interest, as explained in detail by the Partnership Agreement.
 - 11. Additional Limited Partners. The General Partner may admit additional limited partners.
- 12. Priority Among Limited Partners. There is no priority of one Limited Partner over another as to the contributions or compensation by way of income.
- 13. Continuance of Business. Upon the death, retirement, or insanity of the surviving General Partner, the Partnership shall dissolve unless continued by the remaining Partners and selecting, when necessary, a new General Partner. If the last surviving or serving General Partner dies, retires, and/or becomes insane, then the Limited Partners holding interest in capital in excess of fifty percent (50%) of the capital owned by all Limited Partners may elect to continue the Partnership by selecting a new General Partner.
- 14. Property Other Than Cash. A Limited Partner may not demand property other than each in return for such Partner's contributions.
- 15. Amount of Cash and Agreed Value and Description of Other Property Contributed. The Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A" attached hereto, with an agreed value of \$ 1,268,530.00.

PARTNER: ROBERT P. FEDOR PERCENTAGE INTEREST: 50% CONTRIBUTION: \$ 634,265.00

PARTNER: REBECCA LYNN FEDOR PERCENTAGE INTEREST: 50%

CONTRIBUTION: \$ 634,265.00

GENERATTPARTNERS:

ROBERT PAUL FEDOR

DIBECCY LAYIN EEDOD

LIMITED PARTNERS:

ORERT PAUL FEDOR

DERECCA LANN FUNGS

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Schedule "A"

Attached to THE R FEDOR LIMITED PARTNERSHIP, dated the 30TH day of SEPTEMBER, 2005.

1. The following real estate subject to the encumbrances owed thereon, to-wit:

11005 8TH STREET EAST, TREASURE ISLAND, FLORIDA 33706, DWELLING AND ALL CONTENTS

13495 GULF BOULEVARD, MADEIRA BEACH, FLORIDA, 33708, OFFICE BUILDING AND ALL CONTENTS EXPECT THOSE OWNED BY OTHER ENTITIES OR PERSONS LEASING OR OCCUPYING SPACE IN THE OFFICE BUILDING

The above-described real estate is hereby conveyed to said R FEDOR LIMITED PARTNERSHIP with Grantors retaining the obligation to personally pay all obligations thereon if any presently exist.

2. The following accounts in the following institutions, together with all future additions, interest, or accumulations therein:

U.S. GOVERNMENT SERIES E BONDS

3. The following securities in the following companies:

T ROWE PRICE MUTUAL FUNDS FIRST NATIONAL BANK CORPORATION PUTNAM INVESTMENTS, MUTUAL FUNDS SUNAMERICA SECURITIES, INC. POWERLINX, INC. RAINBOW ENTERTAINMENT, INC

4. ALL ART WORKS AND COLLECTABLES AT ABOVE LISTED REAL ESTATES PROPERTIES

DATED the 30TH day of SEPTEMBER, 2005

STATE OF FLORIDA, COUNTY OF PINELLAS

personally appeared before me

the signer(s) of the within instrument/) who duly acknowledged to me that

F 360-731-50-793-0

they executed the same.

Residing at:

My Commission expires:

DAVID M. SHEFFLER Notary Public, State of Florida My comm. expires Nov. 7, 2008 No. DD 369756