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SECRETARY OF STATE

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LAW OFFICES

FRANK J. YONG, P.A.

4570 ST. JOHNS AVENUE, SUITE 1A JACKSONVILLE, FLORIDA 32210

FRANK J. YONG TRACI VENABLE, Legal Assistant

June 12, 2006

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Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re:

James W. Shaw Family, LTD.

Dear Sir/Madam:

Enclosed for filing are one original and one copy of the Certificate of Limited Partnership and Affidavit of Capital Contributions and a Certificate Designating Registered Agent for the referenced entity. Also, enclosed is this firm's check in the amount of \$1000.00 in payment of your filing fees. Please return one filed copy of the Articles of Organization and Designating Registered Office/Agent to me in the envelope provided.

Thank you for your attention to this matter and please do not hesitate to contact me should you have questions.

Very truly yours,

Traci Venable Legal Assistant

/tlv Enclosures

CERTIFICATE OF LIMITED PARTNERSHIP

OF

JAMES W. SHAW FAMILY LTD.

The undersigned general partner files this Certificate of Limited Partnership of James W. Shaw Family LTD. with the Florida Secretary of State pursuant to the requirements of Section 620.108 of the Florida Revised Uniform Limited Partnership Act (the "Act"), in order to form a Florida limited partnership.

- .1. NAME. The name of the limited partnership is James W. Shaw Family LTD.
- .2. Principal Place of Business And Mailing Address of The Office at Which The Records Required to Be Maintained by The Partnership Under The Act Are Kept Is: 13505 N.W. 88th Place, Alachua, Florida 32615.
- .3. Registered Agent of The Limited Partnership Will Be: James W. Shaw.

 .4. Name And Address of The General Partner of The Partnership Are as

 Follows:

NAME

ADDRESS

Alachua Management & Consulting, Inc.

13505 N.W. 88th Place; Alachua, Florida 32615

P94-14450

- .5. The Effective Date of This Limited Partnership Shall be: When this Certificate is filed with the Secretary of State.
- .6. The Latest Date Upon Which The Limited Partnership Is to Be Dissolved And Its Affairs Wound up Will Be: December 31, 2066.
- .7. Contributions And Anticipated Contributions of Limited Partners: The limited partners will make initial capital contributions for their partnership interest of \$ and it is anticipated that the limited partners may make additional capital contributions of up to \$ 10,000. The total amount anticipated to be contributed by the limited partners is \$ 10,000.
- .8. <u>Affirmation</u>. Each general partner hereby acknowledges that pursuant to the Act:
- .8.1 The execution of this certificate by the general partner constitutes an affirmation under penalties of perjury that the facts stated herein are true;

- .8.2 The general partner accepts the liability imposed by the Act on the general partner for a false statement contained in this certificate; and
- .8.3 If, after the execution of this certificate a general partner knows that any arrangement or other fact described in this certificate has changed, making the statement inaccurate in any material respect, the general partner will forthwith cause this certificate to be canceled or amended, or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this 31 that day of May, 2006.

Alachua Management & Consulting, Inc.

James W. Shaw, President

General Partner

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091 and 620.105 Florida Statutes, the following is submitted:

JAMES W. SHAW FAMILY LTD., desiring to organize or qualify under the laws of the State of Florida hereby designates JAMES W. SHAW its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 13505 N.W. 88TH PLACE, ALACHUA, FLORIDA 32615.

DATED this 31 day of May, 2006.

James W. Shaw, President of Rulling, Inc. General Partner

DATED this 31 day of May, 2006.

Having been named as registered agent to accept service of process for the above stated 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.

DATED this 31^{5} day of 9, 2006.

JAMES W. SHAW, Resident Agent