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SECRETARY OF STATE TALLAHASSEE, FLORIDA

BRUCE R. ABERNETHY, JR., P.A.

'ATTORNEY AND COUNSELOR AT LAW

WEALTH STRATEGIES DESIGN, ESTATE PLANNING, AND TRUST/PROBATE ADMINISTRATION
BOARD CERTIFIED WILLS, TRUSTS AND ESTATES SPECIALIST

500 VIRGINIA AVENUE, SUITE 202 FORT PIERCE, FLORIDA 34982-5910

TELEPHONE (772) 489-4901

FAX (772) 489-4902

January 9, 2007

VIA FEDERAL EXPRESS (800) 755-5111

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Fee Bros., Ltd.

Dear Sir/Madam:

Enclosed for filing you will find the following:

1. Certificate of Limited Partnership for the above named Florida Limited Partnership.

We would appreciate your filing the Certificate of Limited Partnership and forwarding an acknowledgment copy to the attention of the undersigned.

Our check in the amount of \$1,000.00 for filing the Certificate of Limited Partnership is enclosed.

Sincerely,

Bruce R. Abernethy, Jr.

Babunetty (pro)

BRA/pls Enclosures

CERTIFICATE OF LIMITED PARTNERSHIP OF FEE BROS., Ltd.

A Florida Limited Partnership

07 JAN 10 PH 12: 08
SECRETARY OF STATE
TABLAHASSEE, FLORIDA

The undersigned does hereby certify that a Florida Limited Partnership Agreement was signed, and a Limited Partnership was formed, on January 8, 2007, in St. Lucie County, Florida, pursuant to the provisions of the Florida Limited Partnership Act, as follows:

- 1. Name: The name of this Limited Partnership is: Fee Bros., Ltd.
- Principal Place of Business, Records Location and Registered Office: The location of the principal place of business and records location of the Limited Partnership is: <u>500</u> <u>Virginia Ave, Suite 200, Ft. Pierce, Florida 34982</u>. The location of the registered office of the Limited Partnership is: <u>500 Virginia Ave., Suite 200, Ft. Pierce, Florida 34982</u>.
- 3. Appointment and Consent to Serve as Registered Agent: The registered agent for service for this Limited Partnership is: <u>Frank H. Fee, III</u> whose address is <u>500 Virginia Ave.</u>, <u>Suite 200, Ft. Pierce, Florida 34982</u>.

I, Frank H. Fee, III, a natural person and resident of Florida, accept the appointment as agent of Fee Bros., Ltd. upon whom process, notices and demands may be served, whose principal place of business and records are located at the address stated above. I understand that as agent it will be my responsibility to receive service of process, to forward mail, and to immediately notify the Office of the Secretary of State in the event of my resignation or of any changes in the Registered Office Address.

Frank H. Fee, III, Registered Agent

4. The Partners. The General Partner of this Limited Partnership and its residence and mailing address are:

Fee Mgmt., LLC Lol-2360 500 Virginia Ave., Suite 200 Ft. Pierce, Florida 34982 The Limited Partnership shall also have such Limited Partners as are named in the Limited Partnership Agreement.

5. Term. The Partnership shall begin on the date this Certificate of Limited Partnership is filed with the Secretary of State of Florida and shall continue until December 31, 2050, unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the partners.

DATED: January B, 2007	<u> </u>	
GENERAL PARTNER:		
Fee Mgmt., LLC		ALL ALL ALL ALL ALL ALL ALL ALL ALL ALL
BY: July Jung		AN IO I
Frank H. Fee, III, Manager		
, , C		12: 08 STATE FLORIDA
STATE OF FLORIDA)	
COUNTY OF ST. LUCIE) ss.)	
The foregoing instrument was acknowled	ged before me this day	January 8

The foregoing instrument was acknowledged before me this day 2007, by Frank H. Fee, III, as Manager of the Fee Mgmt., LLC, General Partner, who is personally known to me or who has produced a Florida driver's license as identification.

[Seal]

Notary Public

My commission expires:

