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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 17, 1995

CHARLES W. TOMLINSON, III 1140 LINCOLN CT. CAPE CORAL, FL 33904

SUBJECT: FISHERMAN'S HALDEMAN, L.P.

Ref. Number: W95000006035

We have received your document for FISHERMAN'S HALDEMAN, L.P. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must add a limited partnership suffix to the name, such as LTD., LIMITED, or LIMITED PARTNERSHIP.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6920.

Ava Watson Corporate Specialist

Letter Number: 595A00012085

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Thork you for you assistance.

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FISHERMAN'S HALDEMAN, L'TD. CERTIFICATE OF LIMITED PARTNERSHIP

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THIS CERTIFICATE OF LIMITED PARTNERSHIP made this <u>23</u> day of <u>March</u> 1995, by and among CHARLES W. TOMLINSON, III of 1140 Lincoln Ct.,

Cape Coral, Florida 33904 (the "General Partner") and JANET TOMLINSON of 1140

Lincoln Ct., Cape Coral, Florida 33904 (the "Limited Partner").

WITNESSETH:

WHEREAS, the parties desire to form a limited partnership under the law of the State of Florida (the "Limited Partnership"); and

WHEREAS, the parties desire to set forth in writing the terms and conditions under which the Limited Partnership shall be operated.

NOW THEREFORE, the parties agree as follows:

- 1. Name. The name of the Limited Partnership shall be Fisherman's Haldeman, LTD.
- 2. <u>Purpose</u>. The Limited Partnership shall be formed for the sole purpose of acquiring, holding, owning, investing in, improving, operating, leasing, mortgaging and selling whatever property the Limited Partnership may acquire and to do all things related or incidental thereto, as permitted by law.
- 3. <u>Location and Agent</u>. The principal place of business of the Limited

 Partnership shall be 1140 Lincoln Ct., Cape Coral, Florida 33904. The agent for service of

 process for the Limited Partnership is Charles W. Tomlinson, III.

4. Partners. The name and address of the General Partner is as follows:

Charles W. Tomlinson, III 1140 Lincoln Court Cape Coral, Florida 33904

The name and address of the Limited Partner is as follows:

Janet Tomlinson 1140 Lincoln Court Cape Coral, Florida 33904

- 5. <u>Term.</u> The term for which the Limited Partnership shall exist shall begin as of the date first above written and shall end on December 31, 2025, unless earlier terminated.
- 6. <u>Contributions</u>. The amount of cash to be contributed by the Limited Partner is \$100. The Limited Partner has not agreed to make any further contributions.
- 7. Return of Contributions. The Limited Partner shall be entitled to the return of her contribution upon withdrawal from the Limited Partnership. The Limited Partner shall have no right to demand or receive property other than cash in return for his contribution.
- 8. Share of Profits, etc. The General Partner shall be entitled to receive 25% of all of the Limited Partnership's profits and losses. The Limited Partner shall be entitled to receive 75% of the Limited Partnership's profits and losses. The Limited Partner shall not be entitled to any other form of compensation from the Limited Partnership.
- 9. <u>Transfer</u>. The Limited Partner may not transfer, sell, alienate, assign or otherwise dispose of all or any part of her partnership interest whether voluntarily, involuntarily or by operation of law or at judicial sale without first obtaining the permission of the General Partner. A transferee or assignee of a limited partnership interest may be

admitted as a substitute limited partner only with the consent of the General Partner, which consent may be unreasonably withheld. The General Partner is authorized in its sole discretion to admit additional Limited Partners on such terms and for such contributions as the General Partner shall determine.

IN WITNESS WHEREOF, the parties have caused the Certificate of Limited.

Partnership to be executed as of the day and year first above written.

Charles W. Tomlinson, III as General Partner

Janet Tomlinson as Limited Partner

country of Lee 355.: Cape Core

On the 23 day of March 1995 before me personally came CHARLES W. TOMLINSON, III, the General Partner of Fisherman's Haldeman, LTD., to me known and known to me to be the same person described in and who executed the foregoing Certificate of Limited Partnership and he duly acknowledged to me that he executed the same.

Notary Public HOLLY CPETRO

STATE OF FLORIDA

COUNTY OF LL

}ss.: Orpe Coral

OFFICIAL NOTARY SEAL HOLLY C PETRO NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC2015&6 MY COMMISSION EXP. MAY 14,1996

On the 3 day of Morel 1995 before me personally came JANET TOMLINSON, his Limited of Produced LD. Partner of Fisherman's Haldeman, LTD., to me known and known to me to be the same person described from LD. produced the same person described from LD. produced who executed the foregoing Certificate of Limited Partnership and she daily acknowledged to me that she executed the same.

Notary Public HOLLY CPETRU

OFFICIAL NOTARY SEAL,

IROLLY C PETRO

NOTARY PUZLIC STATE OF FLORIDA

COMMESSION NO. CC201526

MY COMMISSION FIXE MAY YETFIS

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FISHERMAN'S HALDEMAN, LTD. ACCEPTANCE OF LIMITED PARTNERSHIP REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That FISHERMAN'S HALDEMAN, LTD., desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the City of Cape Coral, has named CHARLES W. TOMLINSON, III, of 1140 Lincoln Court, Cape Coral, Florida 33904, as its agent to accept service of process on behalf of the limited partnership and its activities in the State of Florida.

Having been named to accept service of process for the above-stated limited partnership, at the place designated in this certificate, I hereby agree to act in this capacity, and to further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Charles W. Tomlinson, III

Subscribed and sworn to before me this 23 day of March, 1995.

Notary Public House C. P. E. P. C.

OFFICIAL NOTARY SEAL HOLLY C PETRO NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC201586 MY COMMISSION EXP. MAY 14,1996

First type or stamp may at Passay Public Fersonally known [12] Predicted (D. [1] Type and number of LD, predicted:

AFFIDAVIT OF FISHERMAN'S HALDEMAN, LTD. SECTION 620.108 FLORIDA STATUTES 1987

STATE OF FLORIDA

country of Lee) ss.: Cape Corn
JANET TOMLINSON, as a limited partner and CHARLES W. TOMLINSON, III as general partner of Fisherman's Haldeman, LTD, each being duly sworn deposes and says:
1. The capital contribution required by Janet Tomlinson as the limited partner of Fisherman's Haldeman, LTD, is \$100.00 and it is not anticipated nor is there any agreement for the limited partner to make any further capital contribution.
Charles W. Tomlinson, III as General Partner
Janet Tomlinson as Limited Partner
Subscribed and sworn to before me this 22 day of March, 1995. What William Public Holly C PETKO Notary Public Holly C PETKO OFFICIAL NOTARY SEAR. HOLLY C PETKO NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC2015% My COMMISSION EXP. MAY 14,1996 From the invariance of LD. preduced: