

A95000001246

Richard O. Jones, J.D., F.T.A.
Master of Arts in Taxation
Certified Financial Planner

August 8, 1995

CERTIFIED MAIL

Secretary of State
Corporations Division
Capitol Building
Tallahassee, FL 32304

Dear Sir:

RE: THE VICTORY-FREEDOM LIMITED PARTNERSHIP

We enclose two properly executed copies each of the Certificate of Limited Partnership of The Victory Freedom Limited Partnership and the Affidavit of Capital Contributions. We request you file the same on our behalf with the Secretary of State. Check payable to the Secretary of State in the amount of \$234.50 is enclosed to cover filing fee, certified copy and Registered Agent Designation.

After the Limited Partnership has been filed, please forward the certified copy of the Certificate of Limited Partnership to this office.

Thank you for your help and cooperation in this matter.

Yours very truly,

Richard O. Jones

ROJ:kj

8/11 8/21/95

G. TAX	_____
FILING	147.00
R. AGENT FEE	25.00
C. COPY	52.50
ITAL	234.50
BANK	_____
BALANCE DUE	_____
CASH	_____

CERTIFICATE OF LIMITED PARTNERSHIP
OF

FILED
STATE
CLERK
DIVISION
95 AUG 21 PM 1:22

THE VICTORY-FREEDOM LIMITED PARTNERSHIP

1. _____
(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")

- 1900 Summit Tower Boulevard, Suite 540
Orlando, Florida 32810
2. _____
(The Business Address of Limited Partnership)

- Mathew D. Staver
3. _____
(Name of Registered Agent for Service of Process)

- 1900 Summit Tower Boulevard, Suite 540, Orlando, FL 32810
4. _____
(Florida Street Address for Registered Agent)

(See General Partner signature.)

(Registered Agent must sign here to accept designation as Registered Agent for
Service of Process.)

- 1900 Summit Tower Boulevard, Suite 540
Orlando, Florida 32810
6. _____
(The Mailing Address of the Limited Partnership.)

7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2045.

8. NAME OF GENERAL PARTNER(S)

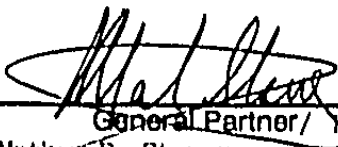
SPECIFIC ADDRESS

Mathew D. Staver

1900 Summit Tower Boulevard, Suite 540
Orlando, Florida 32810

Signed this 16th day of August, 1995.
Signature of all general partners:

General Partner



General Partner/ REGISTERED AGENT
Matthew D. Stavor

General Partner

General Partner

General Partner

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 AUG 21 PM 1:22

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of
THE VICTORY-FREEDOM LIMITED PARTNERSHIP, a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$ 21,000.00.

The total amount contributed and anticipated to be contributed by the limited partners
at this time totals \$ 21,000.00.

This 16th day of August, 1995.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I(we) have read the foregoing and that the
facts alleged are true, to the best of my knowledge and belief.

General Partner



General Partner
MATTHEW D. STAVER

General Partner

General Partner

General Partner

General Partner

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 21 PM 1:22

1ST NOTICE: DUE ON OR BEFORE DECEMBER 31, 1995

UNITED PARTNERSHIP
ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 JAN -2 PM 4:06

1. Name of Partnership
THE VICTORY-FREEDOM LIMITED PARTNERSHIP

1a. DOCUMENT #
AP000001246

Mailing Address
Principal Office Address
**1900 Summit Tower Blvd., Suite 540 (snw)
Orlando, FL 32810**

2. New Mailing Address, if Applicable
State, Apt. # etc. **300001687883**
City, State & Zip **01712/98-01018-036**
*****285.75 ***285.75**

2a. New Principal Office Address, if Applicable
State, Apt. # etc.
City, State & Zip

3. Date Registered to Do Business in FLORIDA
August 21, 1995
3a. Date of Last Report
N/A
4. State or Country of Formation
Orange

5a. Capital Contributions as Shown on the Report
\$21,000
5b. Amount of Capital Contributions in FLORIDA to date
\$21,000
6. FE Number
59-3336786

7. **\$8.75 Additional Fee Required for Certificate of Status**

8. THE BASIC ANNUAL REPORT FILING FEE IS FIGURED AT THE RATE OF \$7.00 PER THOUSAND ON THE ACTUAL CAPITAL CONTRIBUTION PLUS A SUPPLEMENTAL FEE OF \$138.75 PURSUANT TO s.607.193, FLORIDA STATUTES. THE FILING FEE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75). For questions concerning filing fees, please call (804) 487-6056. Please submit your 1995 annual report with a check payable to the Secretary of State in U.S. funds through a U.S. bank. **\$285.75**

9. Name and Address of Current Registered Agent
**Mathew D. Staver
1900 Summit Tower Blvd., Suite 540
Orlando, FL 32810**

10. If changed, new registered agent's name
Name
Street Address (P.O. Box Number is Not Acceptable)
State, Apt. # etc.
City
FL Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I, the undersigned, am familiar with and accept the obligations of section 620.102, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) DATE
A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Names of General Partner(s)	11a. Address of Each General Partner(s) (Do NOT Use Post Office Box Numbers)	11b. City and State	11c. Registration Document Number
Mathew D. Staver	1900 Summit Tower Boulevard, Suite 32810	Orlando, FL 32810	495000001246

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I, the undersigned, certify that the information supplied with this filing is voluntary, furnished and does not qualify for the exemption stated in Section 119.07(3)(g), Florida Statutes. I release the Division of Corporations from any liability of loss or damage with Section 119.07(3)(g) in the event that the information supplied is deemed exempt from public access. I further certify that the information supplied on this annual report is true and accurate and that I am a General Partner of the limited partnership, its owner or trustee, and am authorized to execute this report on its behalf.

SIGNATURE
Typed or Printed Name of General Partner Signing Form
Mathew D. Staver
DATE
12/26/95
Telephone Number
407-875-0077

CR2E003 (6/94)

A95000001246

5/23/97 CORPORATE DETAIL RECORD SCREEN 11:01 AM
NUM: A95000001246 : F:FL ACTIVE/FL IP FID: 08/21/1995
LAST: CONTRIBUTION CHANGE FID: 05/23/1997
ACT CONT: 62,500.00 FID: 59-3336786
NAME : THE VICTORY-FREEDOM LIMITED PARTNERSHIP
PRINCIPAL: 1900 SUMMIT TOWER BLVD., SUITE 540
ADDRESS ORLANDO, FL 32810
RA NAME : STAYER, MATHEW D
RA ADDR : 1900 SUMMIT TOWER BLVD., SUITE 540
ORLANDO, FL 32810 GS
ANN REP : (1996) 1 01/02/96 (1997) 1 05/23/97

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-05/28/97--01050--004
****255.50 ****255.50

1. MENU, 3. PARTNERS, 4. EVENTS

ENTER SELECTION AND CR:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 23 AM 11:09

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-05/28/97--01050--005
****576.25 ****34.50

A95-1246

Name	QES-23
Availability	
Document Examiner	QES
Updater	QES
Updater Verifier	QES
Acknowledgment	QES
W. P. Verifier	QES

FF \$290.00



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FLORIDA LIMITED PARTNERSHIP**

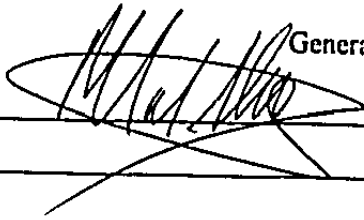
The undersigned general partners of The Victory-Freedom Limited
Partnership, a
Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112,
Florida Statutes.

The total amount of the capital contributions of the limited partners is: \$ 62,500.

This 20th day of May, 19 97.

FURTHER AFFIANT SAYETH NOT.

*Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to
the best of my knowledge and belief.*



General Partner(s)

FEES:

\$7 per \$1,000 based on the additional contributions
(Minimum \$52.50 - Maximum \$1,750.00)

INHSE20(3/95)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 23 AM 11:09