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LAURENCE I. GOODRICH
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August 25, 1995

Registration and Qualification Section
Corporations Division
Department of State
P.O. Box 6237
Tallahassee, Florida 32314

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-08/29/95--01107--002
****140.00 ****140.00

Re: ULRICH ENTERPRISES, LTD. (new filing/Certificate of
Limited Partnership and Affidavit of Contribution of Limited
Partners)

Gentlemen:

Enclosed please find the following:

1. Original and one copy of Certificate of Limited Partnership for Ulrich Enterprises, Ltd.
2. Affidavit Declaring the Amount of Capital Contribution of Limited Partners of Ulrich Enterprises, Ltd.

Also enclosed please find check payable to your office in the total sum of \$140.00 representing payment of the following items:

- (a) Minimum statutory filing fee in the sum of \$52.50.
- (b) Fee for certified copy of Certificate of Limited Partnership of Ulrich Enterprises, Ltd. in the sum of \$52.50.
- (c) Resident Agent Fee in the sum of \$35.00.

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1995 AUG 28 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please process this new Limited Partnership at your earliest convenience. I would appreciate your office calling my office long-distance, collect, at the telephone number appearing in the letterhead [(813) 229-3112], or a message by fax [(813) 228-0518] to advise my office when this has been filed.

Please return a certified copy of the Certificate of Limited Partnership to my office.

If the enclosed documents are deficient in any respect so as to delay the filing of this new Limited Partnership, I would also appreciate an immediate telephone call (collect) to my office at the telephone number previously noted above, or notification by

W. P. Verlyer DCC

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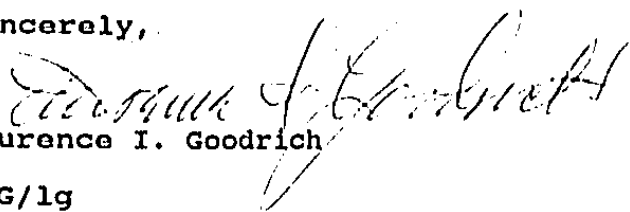
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fax [(813) 228-0518], to so advise.

Thank you for your kind service and attention to these matters.

Sincerely,


Laurence I. Goodrich

LIG/lg

Enclosures

CERTIFICATE OF LIMITED PARTNERSHIP

OF

ULRICH ENTERPRISES, LTD.

We, the undersigned, for the purpose of forming a limited partnership under the laws of the State of Florida (hereinafter referred to as the "Partnership"), hereby execute the following Certificate of Limited Partnership.

1. *Name of Partnership.* The name of the Partnership shall be ULRICH ENTERPRISES, LTD.

2. *Name and Address of Registered Agent for Service of Process.* The Registered Agent for service of process shall be Laurence I. Goodrich. The Registered office is 100 South Ashley Drive, Suite 1745, Tampa, Florida 33602.

3. *Character of Business.* The purpose for which the Partnership is organized is to transact all lawful business for which Partnerships may be organized under the Limited Partnership Act of the State of Florida.

4. *General Partner(s).* The name and address of the General Partner at the time of the original admission to the Partnership of such partner is as follows:

Name
HERMAN O. ULRICH

Business Address
111 Brevard Street N.
Tampa, Florida 33606

5. *Limited Partners.* The names and addresses of the Limited Partners at the time of the original admission to the

Partnership of each such partner is as follows:

<u>Name</u>	<u>Business Address</u>
Karon Lee Mottier	111 Brevard Street N. Tampa, Florida 33606
Danielle C. Mazziotta	3116 Wallcraft Avenue Tampa, Florida 33611

6. *Number of Partners.* There shall be at least two Partners in the Partnership, at least one of whom is a General Partner and at least one of whom is a Limited Partner.

7. *Place of business of Partnership.* The address of the principal office and place of business and the mailing address of the Partnership is: 111 Brevard Street N., Tampa, Florida 33606 or such other place as the General Partner(s) may from time to time designate.

8. *Term.* This Limited Partnership shall be deemed formed at the time of the filing of this Certificate in the Office of the Secretary of the State of Florida, and shall continue until July 31, 2024, unless earlier terminated in the following manner:

- (a) Pursuant to this Agreement, or
- (b) By applicable laws of the State of Florida, or
- (c) By death, insanity, bankruptcy, retirement, withdrawal, resignation, expulsion, or disability of any/all then General Partner(s), or upon their vote to dissolve the same;

or as otherwise provided in these Articles.

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STATE OF FLORIDA
SECRETARY OF STATE

9. *Initial Contribution of each Limited Partner.* The amount of cash and a description and the agreed value of the other property contributed by each Limited Partner are:

<u>Name</u>	<u>Cash</u>	<u>Description of other Property</u>	<u>Agreed value of other Property</u>
Karen Lee Mottier	\$100.00	NONE	0
Danielle C. Mazziotta	\$100.00	NONE	0

10. *Additional Contributions by Limited Partners.* Each Limited Partner may (but shall not be obliged to) make additional contributions to the capital of the Partnership as may from time to time be agreed to by the General Partner(s).

11. *Assignment of Limited Partner's Interest.* Each Limited Partner is given the right to substitute an assignee as contributor in his place, provided that the assignment is approved by the General Partner(s).

Signed the 17th day of AUGUST, 1995.

Herman O. Ulrich
Herman O. Ulrich, General Partner

Karen L. Mottier
Karen Lee Mottier, Limited Partner

Danielle C. Mazziotta
Danielle C. Mazziotta, Limited Partner

Acceptance of Designation as Agent

I, Laurence I. Goodrich, do hereby accept my designation as Agent for Service of Process for Ulrich Enterprises, Ltd. and the Designation of the Registered Office at 100 South Ashley Drive, Suite 1745, Tampa, Florida 33602


Laurence I. Goodrich, Resident Agent

Date: AUGUST 17, 1995

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT DECLARING THE AMOUNT
OF CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS
ULRICH ENTERPRISES, LTD.**

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, duly authorized in the State and County aforesaid, personally appeared KAREN LEE MOTTIER and DANIELLE C. MAZZIOTTA, each of whom, being by me first duly sworn, depose and say:

1. Their respective names and mailing addresses are as follows:

- (a) KAREN LEE MOTTIER.
2506 Tennessee Avenue
Tampa, Florida 33629
- (b) DANIELLE C. MAZZIOTTA
3116 Wallcraft Avenue
Tampa, Florida 33611

2. Each of them has agreed to become a Limited Partner of Ulrich Enterprises, Ltd., a Limited Partnership being formed under the laws of the State of Florida.

4. As Limited Partners each of them has respectively made a cash contribution to the capital of the said Limited Partnership as follows:

<u>Name</u>	<u>Cash</u>
Karen Lee Mottier	\$100.00
Danielle C. Mazziotta	\$100.00

and said affiants do not at the present time contemplate any further contributions to the capital of said limited partnership. No further cash contributions are expected from any additional limited partners.

5. This affidavit is made for filing in the office of the

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State of Florida to meet the requirements of Section
620.108 (1), Florida Statutes, 1993.

Karen Lee Mottier
Karen Lee Mottier, Affiant

Danielle C. Mazziotta
Danielle C. Mazziotta, Affiant

SWORN to and subscribed before me this 17th day of August, 1995, by Karen Lee Mottier and Danielle C. Mazziotta, each of whom is personally known to me and each of whom took oath.

Laurence I. Goodrich
Laurence I. Goodrich
Notary Public, State of Florida
Commission # CC 343062

