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96 FEB -7 AM 11:30  
DIVISION OF CORPORATION

ACCOUNT NO. : 0721000000032

REFERENCE : 035878 6209A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 7, 1996

ORDER TIME : 10:35 AM

ORDER NO. : 035878

CUSTOMER NO: 6209A

CUSTOMER: William H. Cauthen, Esq  
CAUTHEN & FELDMAN

215 N. Joanna Avenue

Tavares, FL 32770-3200

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-02/10/96--0075--005  
\*\*\*1785.00 BYC\*\*\*1785.00

J. TAX 2/7/96  
FILING 1750.00  
R. AGENT FEE 75.00  
J. COPY  
TOTAL 1785.00  
V. BANK  
BALANCE DUE  
CHARGE

DOMESTIC FILING

NAME: NOEL E. GRIFFIN, SR. FAMILY  
PARTNERSHIP, LTD.

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: LORI DUNLAP

EXAMINER'S INITIALS:

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DIVISION OF CORPORATION

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**CERTIFICATE OF  
LIMITED PARTNERSHIP OF  
NOEL E. GRIFFIN, SR. FAMILY PARTNERSHIP, LTD.**

The undersigned, constituting all of the general partners, hereby execute this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida.

1. Name of Partnership. The name of the Partnership shall be NOEL E. GRIFFIN, SR. FAMILY PARTNERSHIP, LTD.

2. Address of Recordkeeping Office; Agent for Service of Process. The records to be kept pursuant to Florida Statute Section 620.106, shall be located at Post Office Box 95, Tavares, FL 32778, and the name of the Partnership's agent for service of process is Noel E. Griffin, Jr., and the address of the registered agent is State Road 44 East, Box 20309, Eustis, FL 32726.

3. Name and Business Address of the General Partners.

(a) The name and address of the General Partners are:

| <u>Name</u>  | <u>Address</u>                           |
|--|--|
| Noel E. Griffin, Sr., as Trustee<br>of the Noel E. Griffin, Sr. Family<br>Trust, dated July 15, 1993 | Post Office Box 985<br>Tavares, FL 32778 |
| Noel E. Griffin, Jr., as Trustee<br>of the Noel E. Griffin, Jr. Family<br>Trust, dated June 15, 1995 | Post Office Box 985<br>Tavares, FL 32778 |

4. Mailing Address for the Limited Partnership. The mailing address for the Limited Partnership shall be Post Office Box 985, Tavares, FL 32778.

5. Term. The term for which the Partnership is to exist shall be from the filing of this Certificate in the Office of the Secretary of State of the State of Florida until the



31st day of December, 2046, unless sooner terminated in accordance with the Limited Partnership Agreement for NOEL E. GRIFFIN, SR. FAMILY PARTNERSHIP, LTD.

DATED this 6th day of February, 1996.

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

Noel E. Griffin, Sr.

Noel E. Griffin, Sr., as Trustee of the  
Noel E. Griffin, Sr. Family Trust, dated  
July 15, 1993, General Partner

Noel E. Griffin, Jr.

Noel E. Griffin, Jr., as Trustee of the  
Noel E. Griffin, Jr. Family Trust, dated  
June 15, 1995, General Partner

#### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Limited Partnership, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Noel E. Griffin, Jr.

Noel E. Griffin, Jr.

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## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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The undersigned, constituting all of the general partners of NOEL E. GRIFFIN, SR. FAMILY PARTNERSHIP, LTD., a Florida Limited Partnership, certify as follows:

1. To date, the amount of capital contribution of the limited partner is \$95.00.
2. The total amount contributed and anticipated to be contributed by the limited partner at this time totals \$1,225,000.00

DATED this 6th day of February, 1996.

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

Noel E. Griffin, Sr.  
Noel E. Griffin, Sr., as Trustee of  
the Noel E. Griffin, Sr. Family Trust,  
dated July 15, 1993, General Partner

Noel E. Griffin, Jr.  
Noel E. Griffin, Jr., as Trustee of  
the Noel E. Griffin, Jr. Family Trust,  
dated June 15, 1995, General Partner