

120 HAYS STREET
TALLAHASSEE, FL 32301

800-344-8006

A96000000326

CSO networks
PRACTICE
LEGAL & FINANCIAL SERVICES

96 FEB 16 AM 10:04

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 849629 4368272

AUTHORIZATION : *Patricia Pyjute*

COST LIMIT : \$ 1487.50

ORDER DATE : February 16, 1996

ORDER TIME : 9:02 AM

ORDER NO. : 849629

CUSTOMER NO: 4368272

500001716665

CUSTOMER: Barbara Murphy, Legal Asst
HILL WARD & HENDERSON

P. O. Box 2231

Tampa, FL 33602

DOMESTIC FILING

NAME: LIBERTY SMALL CAPITALIZATION
YIELD, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: LYDIA LOTT

EXAMINER'S INITIALS:

dec
lc
No. 000,000.00

FILED
96 FEB 16 AM 11:05
STATE OF FLORIDA

A96000000326

CERTIFICATE OF LIMITED PARTNERSHIP
OF
LIBERTY SMALL CAPITALIZATION YIELD, LTD.

The undersigned parties, desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act, do hereby certify and swear as follows:

- I. Name. The name of the partnership shall be:
LIBERTY SMALL CAPITALIZATION YIELD, LTD.
- II. Name and Address of Registered Agent. The name and address of the agent and office for service of process of the limited partnership shall be:

Andrew J. Lubrano, Esq.
101 East Kennedy Blvd., Suite 3700
Tampa FL 33602

- III. General Partner. The name and address of the general partner of the limited partnership is as follows:

Liberty Investment Management, Inc.
2502 Rocky Point Drive, Suite 500
Tampa FL 33607

- IV. Location of Principal Place of Business and Mailing Address. The limited partnership's principal place of business and mailing address shall be:

2502 Rocky Point Drive, Suite 500
Tampa FL 33607

- V. Term. The term for which the limited partnership is to exist will be from the date of the filing of this Certificate of Limited Partnership until dissolution, which shall be:

- (a) on December 31, 2006;
- (b) the withdrawal, bankruptcy or dissolution of the General Partner unless the limited partners elect to continue the partnership as described in the Agreement of Limited Partnership for the partnership;
- (c) the General Partner's decision, in its sole and absolute discretion, that it is in the best interest of the Partnership to dissolve, and the delivery of written notice of such decision by the General Partner to all other Partners at their last known address;
- (d) any event of dissolution or termination as described in the Agreement of Limited Partnership for the partnership.

Prepared by: Andrew J. Lubrano, Esquire
Hill, Ward & Henderson, P. A.
P. O. Box 2231, Tampa FL 33601-2231
(813) 221-3900
Florida Bar Number 263291

FILED
SEP 16 11:05
2006
P04000563

IN WITNESS WHEREOF, the undersigned has duly sworn to and executed this Certificate on the date and year indicated below.

Executed this 13 day of February, 1996.

"General Partner"

LIBERTY INVESTMENT MANAGEMENT, INC.,
a Florida corporation

By: *Lincoln Kinnicutt*
Lincoln Kinnicutt, President

(Corporate Seal)

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated limited partnership I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Andrew J. Lubrano
Andrew J. Lubrano

Date: 2/13/96

FILED
96 FEB 13 11:05
STATE OF FLORIDA
TALLAHASSEE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE THE UNDERSIGNED, personally appeared LINCOLN KINNICUTT, in his capacity as President of LIBERTY INVESTMENT MANAGEMENT, INC., the general partner of LIBERTY SMALL CAPITALIZATION YIELD, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon being sworn, certified as follows:

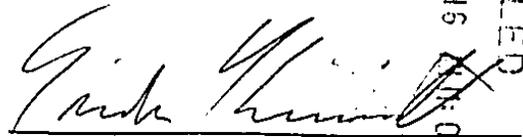
The amount of capital contributions to date of the limited partners of the Partnership is \$200,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$200,000.

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

DATED this 13 day of February, 1996.

FURTHER AFFIANT SAYETH NOT.


Lincoln Kinnicutt, President

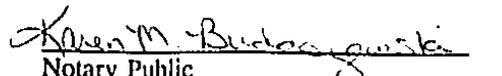
FILED
96 FEB 16 11:05

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this February 13, 1996, by Lincoln Kinnicutt, President of LIBERTY INVESTMENT MANAGEMENT, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or who has produced _____ as identification.



KAREN M BUDASZEWSKI
My Commission CC340585
Expires Jan. 09, 1998
Bonded by HAI
800-422-1555


Notary Public
My Commission Expires: 1-9-98
Commission Number: CC 340585

FROM HILL, WARD & HENDERSON, P.A.

(FD-1. 8 14 9 ST. 14 31 NO. 4 8 82)

A 9600000326

11/08/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

1:43 PM

((H96000015837 3))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000
FROM: HILL, WARD & HENDERSON, P.A. ACCT#: 072317001716
CONTACT: BARBARA A MURPHY
PHONE: (813)221-3900 FAX #: (813)221-2900

NAME: LIBERTY SMALL CAPITALIZATION YIELD, LTD.
AUDIT NUMBER.....H96000015837
DOC TYPE.....VOLUNTARY CANCELLATION OF LP
CERT. OF STATUS..0 PAGES..... 1
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$52.60

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

A96-326

| | |
|-------------------|--------|
| Name Availability | R-11-8 |
| Document Examiner | R |
| Updater | R |
| Updater Verifier | R |
| Acknowledgement | R |
| W. P. Verifier | R |

49886-02

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV - 8 PM 3:23

FROM HILL WARD HENDERSON
H96000015837

(FRI) 11. 8' 96 14:54/ST. 14:51/NO. 4260294782 P 4

**CERTIFICATE OF CANCELLATION
FOR
LIBERTY SMALL CAPITALIZATION YIELD, LTD.**

Pursuant to the provisions of Section 620.113, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on February 16, 1996, submits this certificate of cancellation.

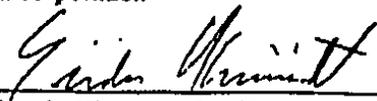
FIRST: Reason for cancellation: The General Partner, in its sole and absolute discretion, deems that it is in the best interest of the Partnership to dissolve, and has delivered written notice of such decision to all other Partners at their last known address.

SECOND: This certificate of cancellation shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signatures of all general partners:

LIBERTY INVESTMENT
MANAGEMENT, INC.,
a Florida corporation

By:


Lincoln Kinnicutt, President

Date:

Nov 7, 1996

Prepared by: Andrew J. Lubrano, Esquire
Hill, Ward & Henderson, P. A.
P. O. Box 2231, Tampa FL 33601-2231
(813) 221-3900
Florida Bar Number 263291

H96000015837

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV - 8 PM 3:23