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11-2529-7 PONDER'S INC., THOMASVILLE, GA

## CERTIFICATE OF LIMITED PARTNERSHIP OF NORTH FLORIDA FINANCIAL SERVICES, LTD. a Florida limited partnership

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

- 1. The name of the Partnership is NORTH FLORIDA FINANCIAL SERVICES, LTD.
- 2. The address of the office of the Partnership is 7700 Blanding Boulevard, Jacksonville, Florida 32244.
- 3. The name and address of the agent for service of process on the Partnership are Michael R. Leas, Esquire, Fisher, Tousey, Leas & Ball, P.A., One Independent Drive, Suite 2600, Jacksonville, Florida 32202.
- 4. The name and business address of the general partner are as follows:

Shad General Partner, Pyly 1007700 Blanding Boulevard Inc. Jacksonville, Florida 32244

- 5. The mailing address of the Partnership is 7700 Blanding Boulevard, Jacksonville, Florida 32244.
- 6. The latest date upon which the Partnership shall dissolve is December 31, 2046.
- 7. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership name by its general partner.

The execution of this Certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of NORTH FLORIDA FINANCIAL SERVICES, LTD. this 2/2 day of March, 1996.

General Partner:

SHAD GENERAL RARTNER, INC.

By: // / / / / H. W. Shad, II

President

59008

#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for NORTH FLORIDA FINANCIAL SERVICES, LTD., a Florida limited partnership ("Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

Date: March 26, 1996

REGISTERED AGENT

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STATE OF FLORIDA COUNTY OF DUVAL

### AFFIDAVIT OF CAPITAL CONTRIBUTIONS NORTH FLORIDA FINANCIAL SERVICES, LTD.

BEFORE ME, the undersigned authority, personally appeared H. W. Shad, III, President of Shad General Partner, Inc., a Florida corporation, constituting the sole general partner of North Florida Financial Services, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", the address for which is 7700 Blanding Boulevard, Jacksonville, Florida 32244, who, upon being duly sworn, certifies as follows:

- 1. The amount of capital contributions to the Partnership made by the limited partners is \$1,000,000.00.
- 2. The amount of additional capital contributions anticipated to be contributed by the limited partners is \$0.

FURTHER AFFIANT SAYETH NOT.

Under penalties 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.

General Partner

SHAD GENERAL PARTNER, INC.

Bv:

H. W. Shad, III,

President

STATE OF FLORIDA COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 2/51 day of March, 1996, by H. W. Shad, III, President of Shad Ceneral Partner, Inc., who is personally known to me or who has produced a driver's license as identification and who did/did not take an oath.

DEBORAH ANN FERGUSON
My Commission CC384078

1 Orne Jul 16, 1998

Delorah (hun) Tuguon

Name: Deborah Ann Fergusan

Notary Public, State of Florida

Commission Number: CC 354676

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#### Document Number Only

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## Certificate of Cancellation For North Florida Financial Services, 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 March 22, 1996, hereby submits this certificate of cancellation.

First: Reason for cancellation: The partnership has dissolved and would up its affairs.

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:

Shad General Partner, Inc.

Harold W. Shad, III, It's President

97 KAY -2 PH 1:00