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TODD WATSON
ATTORNEY AT LAW
SUITE 207
745 BAYVIEW DRIVE
JACKSONVILLE, FLORIDA 32216
TELEPHONE (904) 739-9747
FACSIMILE (904) 739-9748

July 30, 1996

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: The Duncormick Limited Partnership

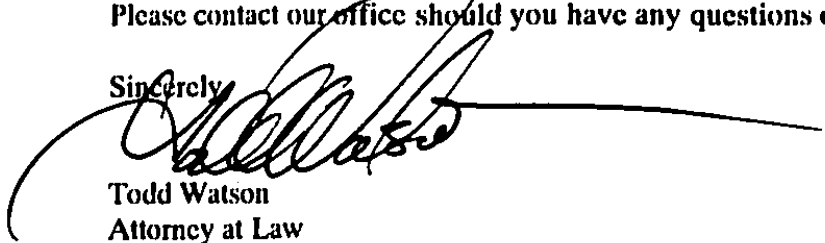
Dear Mr. Secretary:

Enclosed are the following:

1. Certificate of The Duncormick Limited Partnership;
2. Acceptance of Appointment as Registered Agent;
3. Affidavit of Capital Contributions; and
4. Our check #0140 in the amount of \$1,837.50 of which \$1,750.00 represents the filing fee for the Limited Partnership, \$35.00 represents the registered agent fee and \$52.50 represents the fee for a certified copy of the Certificate of Limited Partnership.

Please file these documents on behalf of The Duncormick Limited Partnership.
Please contact our office should you have any questions concerning this matter.

Sincerely,


Todd Watson
Attorney at Law

Enclosures
TW/avc

DUNCORMSEICSTLTR.DOC

G. TAX	_____
FILING	1750.00
R-AGENT FEE	35.00
C. COPY	52.50
TOTAL	1837.50
N. BANK	1837.50
BALANCE DUE	_____
REFUND	_____

Will Watson
BKC
7/31/96

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95 JUL 31 AM 10:42

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DIVISION OF CORPORATIONS

**CERTIFICATE OF
THE DUNCORMICK LIMITED PARTNERSHIP**

THIS CERTIFICATE is executed on the 25th day of July, 1996, with respect to the agreement of The Duncormick Limited Partnership ("the Partnership").

1. Name. The Partnership's name is The Duncormick Limited Partnership.

2. Partnership's Business. The Partnership's business is the construction of single family homes, owning, developing, leasing, managing, and selling real estate, and all other related acts. The Partnership may also do all other acts permitted for limited partnerships under the laws of the State of Florida.

3. Partnership's Address: The Partnership's principal place of business address and mailing address is 7177 S.W. State Road 200, Ocala, Florida, 34476-7055.

4. Registered Agent. The street and mailing address of the registered agent of the Partnership is John Plunkett and the name of the registered agent at that address is 7177 S.W. State Road 200, Ocala, Florida, 34476-7055.

5. General Partner. Triple Crown Homes, Inc., a validly existing Florida Corporation #K48473, is the sole general partner, and its principal place of business and mailing address is 7177 S.W. State Road 200, Ocala, Florida, 34476.

6. Dissolution. The latest date on which the limited partnership is to be dissolved and its affairs wound up is July 25, 2024.

IN WITNESS WHEREOF, the undersigned as President of Triple Crown Homes, Inc., the Partnership's general partner, has signed and sealed this certificate, on the day and year first above written.



John Plunkett as President of
Triple Crown Homes, Inc., General Partner

**STATE OF FLORIDA
COUNTY OF MARION**

The foregoing instrument was acknowledged in my presence this 25th day of July, 1996, by, John Plunkett, as President of Triple Crown Homes, Inc., on behalf of Triple Crown Homes, Inc. as general partner, who is personally known to me or who has produced _____ as identification.

Sandra G. Holmes
Signature of Notary Public

SANDRA G. HOLMES
Notary's Printed Name

Notary's Seal:



SANDRA G. HOLMES
My Commission CC903328
Expires Oct. 18, 1999

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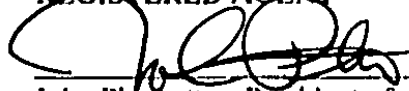
ACCEPTANCE OF APPOINTMENT

AS REGISTERED AGENT

Having been named as registered agent for The Duncormick Limited Partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statutes Section 620.192.

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REGISTERED AGENT



John Plunkett as President of
Triple Crown Homes, Inc., General Partner of
The Duncormick Limited Partnership

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged in my presence this 25th day of JULY, 1996, by, John Plunkett, as President of Triple Crown Homes, Inc., the General Partner of The Duncormick Limited Partnership, who possesses all necessary corporate authority for this action and who is personally known to me or who has produced _____ as identification.

Sandra G. Holmes

Signature of Notary Public

SANDRA G. HOLMES

Notary's Printed Name

Notary's Seal:



SANDRA G. HOLMES
My Commission OC803288
Expires Oct. 18, 1998

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, as President of the general partner of The Duncormick Limited Partnership, a Florida Limited Partnership, certifies as follows:


The amount of capital contributions to date of the limited partners is zero dollars (\$0).

The total amount contributed and anticipated to be contributed by the limited partners at this time totals One Million Dollars (\$1,000,000.00).

This 25th day of July, 1996.

FURTHER AFFIANT SAYETH NOT.


Under the 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.


John Plunkett, as President of
Triple Crown Homes, Inc., General Partner of
The Duncormick Limited Partnership

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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STATE OF FLORIDA COUNTY OF MARION

The foregoing instrument was acknowledged in my presence this 25th day of JULY, 1996, by, John Plunkett, as President of Triple Crown Homes, Inc., the General Partner of The Duncormick Limited Partnership, who possesses all necessary corporate authority for this action and who is personally known to me or who has produced _____ as identification.


Signature of Notary Public
SANDRA G. HOLMES

Notary's Printed Name

Notary's Seal:



SANDRA G. HOLMES
My Commission CC803328
Expires Oct. 18, 1998