

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 10345 Tallahassee, FL 32301
 Mailing Address: Office: 904-241-8700
 TOLL FREE: 1-800-225-0022
 FAX: 904-241-8702

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

TX!
 BK 8/30/96
 G. TAX _____
 FILING _____
 R. AGENT FEE _____
 C. COPY _____
 TOTAL _____
 N. BANK _____
 BALANCE DUE _____
 PFUND _____

WY 6000013266

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____
 BY _____
 WALK-IN Will Pick Up 8/30 12:00

RE Berkshire
Limited Partnership

	C. & P. F.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

**AFFIDAVIT AND
CERTIFICATE OF LIMITED PARTNERSHIP OF
BEAVER/FRUITVILLE LIMITED PARTNERSHIP,
a Florida Limited Partnership**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 30 AM 10:40

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Limited Partnership is BEAVER/FRUITVILLE LIMITED PARTNERSHIP.

2. The address of the office of the Limited Partnership is 225 Avant Avenue, Sarasota, Florida 34232.

3. The name and address of the agent for service of process on the Limited Partnership is as follows:

Gerald C. Simmons 225 Avant Avenue
Sarasota, Florida 34232

4. The name and business address of the general partner is as follows:

L96000000907

Beaver/Fruitville L.C., 225 Avant Avenue
a Florida limited Sarasota, Florida 34232
liability company

5. The mailing address of the Limited Partnership is 225 Avant Avenue, Sarasota, Florida 34232.

6. The latest date upon which the Limited Partnership shall dissolve is December 31, 2050.

7. The actual and anticipated amount of capital contributions to be contributed by the limited partners is real property and other assets valued as follows:

<u>Limited Partner</u>	<u>Contribution</u>
1. Gerald C. Simmons	\$134,700.00
2. Mabel C. Simmons Revocable Trust U/A Dtd. 10/10/73	\$184,080.00
3. Clyde Simmons Trust, Share B, U/A Dtd. 10/10/73	\$156,320.00
	<u>\$475,100.00</u>

8. The effective date of this Certificate of Limited Partnership shall be upon filing with the Department of State.

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 general partner on 8/20, 1996

BEAVER/FRUITVILLE L.C.

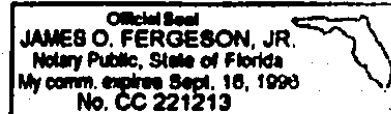
By: [Signature]
Gerald C. Simmons, Member

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on 8/20, 1996, by Gerald C. Simmons, who is personally known to me or who has produced N/A as identification and who did (did not) take an oath.

[Signature]
(Name JAMES O. FERGESON, JR.)
Notary Public
Serial Number (if any) _____
Commission Expiration Date _____



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for the Beaver/Fruitville 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.


GERALD C. SIMMONS

FILED STATE
SECRETARY OF CORPORATIONS
96 AUG 30 AM 10:40