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BETTY L. STAKE
2423 S. W. Murphy Road
Palm City, Florida, 34990
Telephone (887) 223-1661 Ext. 311 FAX (887) 223-1669

September 12, 1996

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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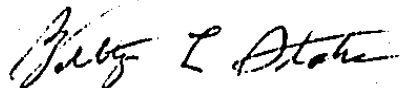
Dear Sir or Madam:

Enclosed please find two copies of the documents of Stake Family, Ltd., a Florida limited partnership, for recording.

Also enclosed find check for \$140.00 for appropriate fees and a certified copy of the document.

Please return the same to the above address. Thanking you in advance, I am,

Sincerely,



Betty L. Stake

BLS:ss

www.sos.state.fl.us

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Name	OK
Availability	OK
Document	OK
Examiner	OK
Updater	OK
Updater	OK
Verifier	OK
Acknowledgement	OK
W. P. Verifier	OK

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
Stake Family, Ltd.
a Florida limited partnership**

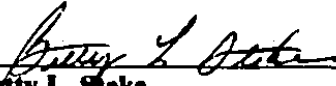
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TALLAHASSEE, FLORIDA

The undersigned General Partner desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part 1, Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is Stake Family, Ltd. (the "Partnership").
2. The address of the office of the Partnership is 2423 S. W. Murphy Road, Palm City, Florida 34990.
3. The name and address of the agent for service of process on the Partnership is Roger D. Stake, 2423 S. W. Murphy Road, Palm City, Florida 34990.
4. The name and business address of the sole General Partner is: Betty L. Stake, 2423 S. W. Murphy Road, Palm City, Florida 334990.
5. The mailing address of the Partnership is 2423 S. W. Murphy Road, Palm City, Florida 34990.
6. The latest date upon which the Partnership will dissolve is December 31, 2126.
7. A conveyance or encumbrance of assets held in the Partnership name, and any other instrument affecting title to assets in which the Partnership has an interest shall be executed in the Partnership name by the 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 General Partner on this _____ day of _____, 1996.



Betty L. Stake
GENERAL PARTNER:
Stake Family, Ltd., a Florida limited partnership

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Stake Family, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I 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.

REGISTERED AGENT

Roger D. Stake
Roger D. Stake
Date: _____

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, Betty L. Stake, being the sole General Partner of Stake Family, LTD., a Florida limited partnership (the "Partnership"), certifies that the total initial amount of capital contributions and anticipated capital contributions by the limited partners of the Partnership is \$200.

FURTHER AFFIANT SAYETH NOT.

By: _____

Betty L. Stake

GENERAL PARTNER:

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TALLAHASSEE, FLORIDA**

EXHIBIT "A"

The General Partners and Limited Partners listed below are the initial partners in Stake Family, Ltd., a Florida limited partnership.

Name	Address	Initial Capital	Percent of Income (Loss) of the Partnership
Betty :L. Stake General Partner	2423 S.W. Murphy Rd., Palm City, Florida 34990	\$100.00	50%
Roger D. Stake Limited Partner	2423 S.W. Murphy Rd., Palm City, Florida 34990	\$100.00	50%

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