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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- Fdm Partners, Ltd.
(Corporation Name) (Document #) 600001974670-1
-10/15/96--01169--016
- _____
(Corporation Name) (Document #) ****148.75 ****148.75
- _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)

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- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
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 DIVISION OF CORPORATIONS
 file
 C. TAX _____
 FILING 52.50
 R. AGENT FEE 35.00
 C. COPY 52.50
 TOTAL 148.75
 N. BANK _____
 BALANCE DUE _____
 REFUND _____

Examiner's Initials 10/9/96
hjk

CERTIFICATE OF LIMITED PARTNERSHIP

**OF
F & M PARTNERS, LTD.**

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The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Sections 620.101 through 620.186, Florida Statutes, hereby states the following:

1. The name of the Partnership is F & M PARTNERS, LTD.
2. The address of the office of the Partnership as referred to in Section 620.105, Florida Statutes, is 1915 Airport Boulevard, Melbourne, Florida 32901.
3. The name of the agent for service of process on the Partnership shall be Mike Fisher.
4. The name and business address of the General Partner is:

<u>Name</u>	<u>Address</u>
F & M GENERAL PARTNERS, CORP.	1915 Airport Boulevard Melbourne, Florida 32901
5. The mailing address for the Partnership is 1915 Airport Boulevard, Melbourne, Florida 32901.
6. The latest date upon which the Partnership shall dissolve is 2021.
7. A conveyance or encumbrance of real property or any interest therein held in the name of the Partnership, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership name by the General Partner.

This Certificate of Limited Partnership was executed by the General Partner this 10 of ~~August~~, 1996.
September

GENERAL PARTNER
F & M GENERAL PARTNERS, CORP.
a Florida corporation

By: *Mike Fisher*
Mike Fisher

Title: President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the above-named Partnership, at the place designated in the foregoing Certificate of Limited Partnership, the undersigned hereby accepts such appointment and agrees to act in such capacity, and further agrees to comply with provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent. The undersigned is familiar with, and accepts the duties and obligations set forth in, Section 620.192 of the Florida Statutes.

REGISTERED AGENT

By: *MF*
Mike Fisher

Date: September 10, 1996

ORL95 23508.1 - JPB

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STATE OF FLORIDA
COUNTY OF BREVARD

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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BEFORE ME, the undersigned, personally appeared Mike Fisher, the President of F & M GENERAL PARTNERS, CORP. the sole general partner of F & M PARTNERS, LTD. a Florida limited partnership the "Partnership"), of Brevard County, Florida, who, upon being duly sworn, certified as follows:

1. The amount of the capital contributions to the Partnership made by the limited partners is \$100.00.
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
F & M GENERAL PARTNERS, CORP.
a Florida corporation

September
Date: August 10, 1996

By: MEF
Mike Fisher
Title: President

Sworn to and subscribed before me this 10th day of ~~August~~ ^{SEPTEMBER}, 1996, by Mike Fisher, President of F & M General Partners, Corp., as General Partner on behalf of F & M Partners, Ltd, Florida limited partnership. He (check one) is personally known to me, () produced a driver's license (issued by a state of the United States within the last five (5) years) as identification.

Virginia L. Hallenberg
Print Name: _____
Notary Public - State of Florida My Commission: 100801841
Commission No.: _____ Expires Oct. 31, 1998
My commission expires: 10-31-99