

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

A96000002247



PROFESSIONAL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 180725 1299A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 9, 1996

ORDER TIME : 12:19 PM

ORDER NO. : 180725-005

CUSTOMER NO: 1299A

CUSTOMER: Ms. Melissa E. Johnson
CLARK PARTINGTON HART LARRY
BOND STACKHOUSE & STONE
P. O. Box 13010

Pensacola, FL 32591-3010

C. TAX	
FILING	
R. AGENT FEE	1750.00
C. COPY	350.00
TOTAL	5250.00
N. BANK	1637.50
SALE PRICE DUE	
REFUND	

DOMESTIC FILING

NAME: LANDRUM FAMILY
PARTNERSHIP, LTD.

EFFECTIVE DATE:

100002027741--3
-12/12/96--01092--006
***1837.50 ***1837.50

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susana Romagosa

EXAMINER'S INITIALS: *HR*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC -9 PM 2:19

RECEIVED
96 DEC -9 PM 1:28
DIVISION OF CORPORATIONS

12/9/96

**CERTIFICATE OF LIMITED PARTNERSHIP OF
LANDRUM FAMILY PARTNERSHIP, LTD.**

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 DEC -9 PM 2:19

The undersigned, pursuant to the provisions of Chapter 620, Florida Statutes, files following Certificate of Limited Partnership evidencing the formation of that limited partnership known as LANDRUM FAMILY PARTNERSHIP, LTD., under that partnership agreement executed of date even herewith.

I. NAME AND PRINCIPAL OFFICE

The partnership shall be conducted under the name of LANDRUM FAMILY PARTNERSHIP, LTD. The principal office and mailing address of the limited partnership shall be 4050 Bedevere Drive, Pensacola, Florida 32504.

II. REGISTERED OFFICE, REGISTERED AGENT

The address of the initial registered office of this partnership in the State of Florida shall be 4050 Bedevere Road, Pensacola, FL 32504, and the name of the registered agent of this partnership at that address is H. BRITTON LANDRUM, JR.

III. NAME AND ADDRESS OF GENERAL PARTNERS

(1) General Partners. The names and mailing address of the general partners of this partnership are:

H. Britton Landrum, Jr.
4050 Bedevere Road
Pensacola, FL 32504

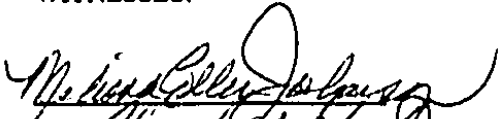

Elizabeth Nell D. Landrum
4050 Bedevere Road
Pensacola, FL 32504


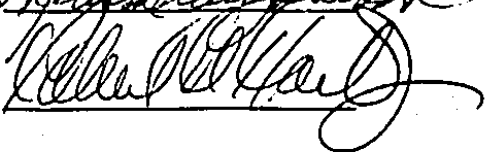
V. TERM OF LIMITED PARTNERSHIP

The term for which the partnership is to exist begins upon the date this Certificate of Limited Partnership is filed with the Secretary of State of the State of Florida, and shall continue until December 31, 2016, unless sooner terminated by law, the filing of a Certificate of Cancellation or under the provisions of the Agreement of Limited Partnership.

IN WITNESS WHEREOF, the General Partners hereto have executed this Certificate of Limited Partnership on the dates hereinafter set forth.

WITNESSES:

GENERAL PARTNERS:


H. BRITTON LANDRUM, JR.

DATE: December 6, 1996


ELIZABETH NELL D. LANDRUM

DATE: December 6, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC -9 PM 2:19

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for LANDRUM FAMILY PARTNERSHIP, LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees 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:


H. BRITTON LANDRUM, JR.

Date: December 6, 1996

96 DEC -9 PM 8:19
DIVISION OF CORPORATIONS
FILED STATE SECRETARY OF CORPORATIONS

STATE OF FLORIDA)
)
COUNTY OF ESCAMBIA)

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared the undersigned, as General Partners of LANDRUM FAMILY PARTNERSHIP, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," who upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is Eight Hundred and Twenty Three Thousand Two Hundred Dollars (\$823,200.00).
2. The amount of additional capital contributions anticipated to be contributed by each limited partner are as follows:

NO ADDITIONAL CAPITAL CONTRIBUTIONS ANTICIPATED AT THIS TIME.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, we declare that we have read the foregoing and that the facts alleged are true to the best of our knowledge and belief.

GENERAL PARTNERS:

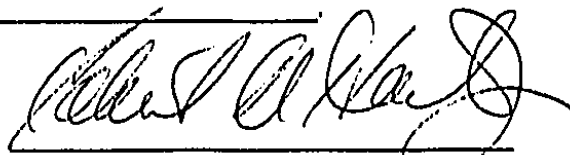

H. BRITTON LANDRUM, JR.


ELIZABETH NELL D. LANDRUM

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96-11-C-9 PM 2:19

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 6th day of DEC, 1996, by **H. BRITTON LANDRUM, JR.**, who () is personally known to me, or () has produced _____ as identification, bearing identification number _____



[Signature of Notary Public]



ROBERT D. HART, JR.
"Notary Public-State of FL"
by Comm. Exp. Dec. 13, 1997

[Print, Type, or Stamp Name of Notary Public]
State of Florida at Large

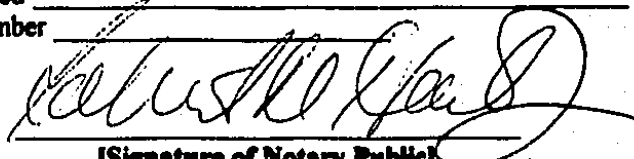
FILED STATE
SECRETARY OF CORPORATIONS
96 DEC - 9 PM 2:19

NOTARIAL SEAL]

Commission Number: _____
My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 6th day of DEC, 1996, by **ELIZABETH NELL D. LANDRUM**, who () is personally known to me, or () has produced _____ as identification, bearing identification number _____



[Signature of Notary Public]



ROBERT D. HART, JR.
"Notary Public-State of FL"
by Comm. Exp. Dec. 13, 1997

[Print, Type, or Stamp Name of Notary Public]
State of Florida at Large

NOTARIAL SEAL]

Commission Number: _____
My Commission Expires: _____