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HARRY A. JONES  
ATTORNEY AT LAW

HARBOR TOWNE  
11 A. MAX BREWER PARKWAY  
TITUSVILLE, FLORIDA 32796

November 26, 1996

P.O. BOX 6447  
TITUSVILLE, FLORIDA 32788-6447

(904) 264-6884  
FAX (904) 264-6840

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32301

300002017209--5  
-12/02/96--01050--002  
\*\*\*\*210.00 \*\*\*\*210.00

Re: Certificate of Limited Partnership  
MBP PARTNERSHIP, LTD.

Dear Sir/Madam:

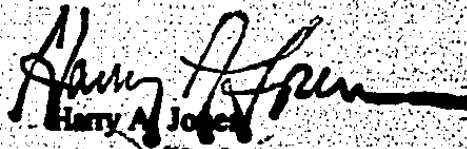
CM

Enclosed find an original and one copy of Certificate of Limited Partnership, Affidavit of Partnership Capital Contribution and Certificate of Acceptance of Registered Agent for the above-captioned Partnership, together with check in the sum of \$210.00 to cover your filing fees, including the Designation of Resident Agent.

Please stamp the copy of the Certificate with the date received in your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

  
Harry A. Jones

HAI/re  
Enc.

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
MBP PARTNERSHIP, LTD.**

The undersigned desiring to form a limited partnership in accordance with the Florida Revised Uniform Limited Partnership Act (1986) and being duly sworn does certify as follows:

1. The name of the Partnership is MBP PARTNERSHIP, LTD.
2. The address of the office of the Partnership is 1128 So. Hopkins Avenue, Titusville, FL 32780. The name and business address of the registered agent of the Partnership is: ROBERT M. FISCHER, 1128 So. Hopkins Avenue, Titusville, FL 32780.
3. The name and business address of each partner is as follows:

**General Partner**

ROBERT M. FISCHER and  
C. MITZINE FISCHER  
1128 So. Hopkins Ave.  
Titusville, FL: 32780

**Limited Partners**

ROBERT M. FISCHER TRUST u/a/d 4/30/88

ROBERT M. FISCHER and C. MITZINE  
FISCHER TRUST u/a/d 9/2/88

PATRICK R. FISCHER TRUST  
u/a/d 3/13/96

KAILEY FISCHER EDUCATIONAL TRUST  
u/a/d 11/7/96

4. The mailing address of the Partnership is: 1128 So. Hopkins Avenue, Titusville, FL 32780.

5. The Partnership's existence shall begin upon the issuance of a Certificate of Authority to do Business by the State of Florida and shall continue until 1200 noon on January 1, 2047, unless earlier dissolved pursuant to the provisions of this Agreement of Limited Partnership of MBP Partnership, Ltd.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned executed this Certificate as the General Partner on the 22nd day of November, 1996.

Witnesses:

*Henry A. Jones*

*Beth & Ellen*

'GENERAL PARTNER'

*[Signature]*

ROBERT M. FISCHER

*C. Mitzine Fischer*  
C. MITZINE FISCHER

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96 DEC -2 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 22nd day of November, 1996 by ROBERT M. FISCHER and C. MITZINE FISCHER, who are personally known to me and who did not take an oath.

*Henry A. Jones*

Notary Public, State of Florida  
My Commission Expires:

OFFICIAL NOTARY SEAL  
HENRY A JONES  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC26715  
MY COMMISSION EX. APR. 12, 1997

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

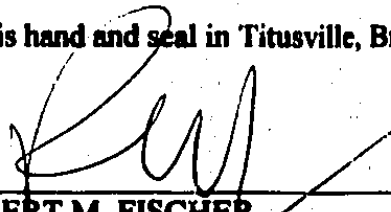
**AFFIDAVIT OF PARTNERSHIP CAPITAL CONTRIBUTION**

STATE OF FLORIDA  
COUNTY OF BREVARD

BEFORE ME, the undersigned Notary Public in the State of Florida, personally appeared ROBERT M. FISCHER and C. MITZINE FISCHER, who first being duly sworn, deposes and says:

1. That they are the General Partner of MBP PARTNERSHIP, LTD., and as such has full and complete knowledge as to the contents of this Affidavit.
2. That the total maximum amount of capital contributions of the Limited Partners of MBP PARTNERSHIP, LTD. shall be the sum of \$ 25,000.00. The Affiant further states that the anticipated total capital contribution of all Limited Partners shall be equal to but not more than \$ 25,000.00.
3. That this Affidavit is given pursuant to the provisions of Chapter 620.108, Florida Statutes, and under penalties of perjury.

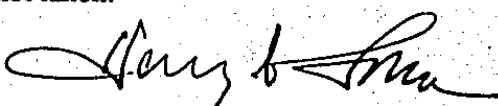
IN WITNESS WHEREOF, the Affiant has set his hand and seal in Titusville, Brevard County, Florida, this 22nd day of November, 1996.

  
\_\_\_\_\_  
ROBERT M. FISCHER

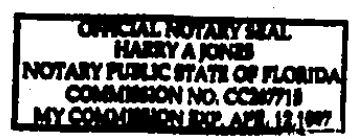
  
\_\_\_\_\_  
C. MITZINE FISCHER

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 22nd day of November, 1996 by ROBERT M. FISCHER and C. MITZINE FISCHER, who are personally known to me, and an oath was not taken.

  
\_\_\_\_\_  
Notary Public, State of Florida

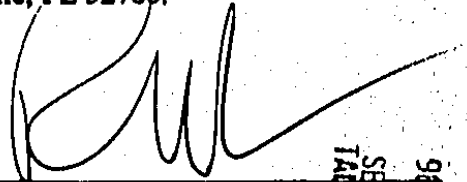
My Commission Expires:



**CERTIFICATE OF ACCEPTANCE OF  
REGISTERED AGENT AND STREET ADDRESS FOR  
SERVICE OF PROCESS**

Pursuant to Section 48.061, Florida Statutes, I hereby accept the foregoing designation as registered agent of MBP PARTNERSHIP, LTD. for service of process within the State of Florida at 1128 So. Hopkins Avenue, Titusville, FL 32780.

Dated 11/22/96.



**ROBERT M. FISCHER**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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