

A96000002433

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 32782-6447
(407) 284-0884
FAX: (407) 286-6840

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

Re: Certificate of Limited Partnership
KMP PARTNERSHIP, LTD.

300002017203--4
-12/02/96--01050--001
*****70.00 *****70.00

\$87.50-FF

FILED
95 DEC 24 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

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 \$70.00 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.

300002046963--8
-01/06/97--01045--020
*****17.50 *****17.50

Very truly yours,

Harry A. Jones
Harry A. Jones

HAI/re
Enc.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 12, 1996

HARRY A. JONES, ATTORNEY AT LAW
P.O. BOX 6447
TITUSVILLE, FL 32782-6447

SUBJECT: KMP PARTNERSHIP, LTD.
Ref. Number: W96000026179

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for KMP PARTNERSHIP, LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a fee of \$17.50 due.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 696A00055666

**CERTIFICATE OF LIMITED PARTNERSHIP OF
KMP 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 KMP 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 of each partner is as follows:

General Partner

C. MITZINE FISCHER
1128 So. Hopkins Avenue
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 KMP Partnership, Ltd.

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96 DEC 24 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned executed this Certificate as the General Partner on the 15th day of November, 1996.

Witnesses:

[Signature]
Brett & Ellis

'GENERAL PARTNER'

C. Mitzine Fischer
C. MITZINE FISCHER

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96 DEC 24 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 15th day of November, 1996 by C. MITZINE FISCHER, who is personally known to me and who did not take an oath.

[Signature]

Notary Public, State of Florida
My Commission Expires:

OFFICIAL NOTARY SEAL
HARRY A. JONES
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 0028716
MY COMMISSION EXPIRES APR. 12, 1997

AFFIDAVIT OF PARTNERSHIP CAPITAL CONTRIBUTION

STATE OF FLORIDA
COUNTY OF BREVARD

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

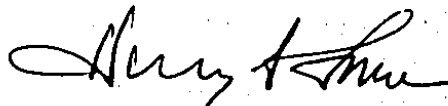
1. That she is the General Partner of KMP PARTNERSHIP, LTD., and as such has full and complete knowledge as to the contents of this Affidavit.
2. That the total maximum amount of capital contributions of the Limited Partners of KMP PARTNERSHIP, LTD. shall be the sum of \$ 5,000.00. The Affiant further states that the anticipated total capital contribution of all Limited Partners shall be equal to but not more than \$ 5,000.00.
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 her hand and seal in Titusville, Brevard County, Florida, this 15th day of November 1996.


C. MITZINE FISCHER

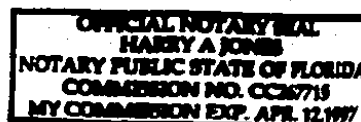
STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 15th day of November, 1996 by C. MITZINE FISCHER, who is personally known to me, and an oath was not taken.



Notary Public, State of Florida

My Commission Expires:



FILED
95 DEC 24 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 KMP PARTNERSHIP, LTD. for service of process within the State of Florida at 1128 So. Hopkins Avenue, Titusville, FL 32780.

Dated November 15, 1996



ROBERT M. FISCHER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 DEC 24 AM 11:43

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