

A96000002454

FLOWERS & FLEET, P. A.

D. MICHAEL CHEBBER
HARRY E. BARR
BOBBY L. WHITNEY, JR.
MICHAEL A. FLOWERS
H. BART FLEET
CHRISTA L. HARDY

1201 EOLIN PARKWAY
SHALIMAR, FLORIDA 32579

(904) 681-8844
FAX (904) 681-8084

J. D. WINGARD, JR.
(OF COUNSEL)

December 4, 1996

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

Delivered by Federal Express

James H.
Re: Taylor Family Partnership, Ltd.

400002021454--6
-12/05/96--01095--004
****140.00 ****140.00

Dear Sirs:

Enclosed please find the original Certificate of Limited Partnership, Affidavit of Capital Contributions, and the Certificate designating the registered office and the registered agent to be filed with your office for the above-referenced limited partnership. Also enclosed please find our firm check in the amount of \$140.00, tendered as payment of your filing fees and for certifying the enclosed copy of the Certificate of Limited Partnership. Please return the certified copy to the above address in the enclosed envelope. If you are in need of further information, please do not hesitate to contact our office.

Thank you for your assistance in this matter.

Sincerely,

A96-2454

Name	<i>Sheryl McCowen</i>
Availability	<i>12/26</i>
Document Examiner	<i>Sheryl</i>
Updater	<i>Sheryl</i>
Updater Verifier	<i>Sheryl</i>
Acknowledgement	<i>Sheryl</i>
W. P. Verifier	<i>Sheryl</i>

Sheryl F. McCowen, CLA
Paralegal to
H. Bart Fleet

/sm
Enclosures
cc: James H.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 26 AM 11:38



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 13, 1996

SHERYL F. MCCOWEN
1201 EGLIN PARKWAY
SHALIMAR, FL 32579

SUBJECT: TAYLOR FAMILY PARTNERSHIP, LTD.
Ref. Number: W96000026218

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 26 AM 11:39

We have received your document for TAYLOR FAMILY PARTNERSHIP, LTD. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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

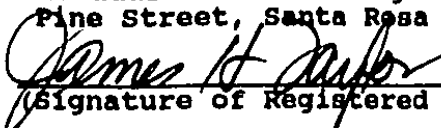
If you have any questions concerning the filing of your document, please call (904) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 896A00055738

CERTIFICATE OF LIMITED PARTNERSHIP OF
JAMES H. TAYLOR FAMILY PARTNERSHIP, LTD.

This Certificate of Limited Partnership evidences the creation of a Limited Partnership under the Revised Limited Partnership Act of the State of Florida pursuant to a written Agreement of all Partners executed of even date herewith. The creation of this Limited Partnership is subject only to the filing of this Certificate of Limited Partnership with the Florida Secretary of State and the acceptance thereof by the Secretary of State. This Certificate of Limited Partnership is signed by the duly designated General Partner of the Partnership and contains the following statements required by Florida Statutes 620.108(1):

1. The name of the Limited Partnership is JAMES H. TAYLOR FAMILY PARTNERSHIP, LTD, (the "Partnership").
2. The business address of the Partnership is 15 Pine Street, Santa Rosa Beach, Florida 32459.
3. The name of the registered agent of the Partnership is James H. Taylor.
4. The address of the registered agent of the Partnership is 15 Pine Street, Santa Rosa Beach, Florida 32459.
5. 
(Signature of Registered Agent)
6. The mailing address of the Partnership is 15 Pine Street, Santa Rosa Beach, Florida 32459.
7. The latest date upon which the Partnership is to be dissolved is December 31, 2026.
8. The name and specific business address of each General Partner of the Partnership is:

NAME V31600

The Taylor Company of
Walton County

ADDRESS

15 Pine Street
Santa Rosa Beach, FL 32459

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 DEC 26 AM 11:38

Signed this 19th day of December, 1996.

WITNESSES:

Sharon J. Borden
Print Name: SHARON J. BORDEN

Betty J. Thornton
Print Name: Betty J. Thornton

GENERAL PARTNER:
The Taylor Company of Walton
County

By James H. Taylor
Its President

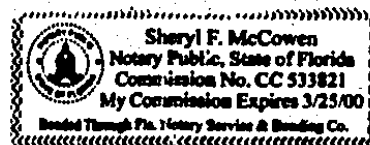
STATE OF FLORIDA

COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me this 19th day of December, 1996, by James H. Taylor of THE TAYLOR COMPANY OF WALTON COUNTY, on behalf of THE TAYLOR COMPANY OF WALTON COUNTY, who produced FL DL #T460-448-32-414 as identification.

Sheryl F. McCowen

Notary Public
My Commission Expires: _____



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 26 AM 11:38

STATE OF FLORIDA
COUNTY OF OKALOOSA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting all of the General Partners of JAMES H. TAYLOR FAMILY PARTNERSHIP, Ltd., a Florida Limited Partnership (the "Partnership"), certifies as follows:

The amount of capital contributions to date of the limited partners of the Partnership is \$100.00.

The total amount contributed and anticipated to be contributed by the limited partners of the Partnership at this time is \$100.00.

Dated this 19th day of December, 1996.

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.

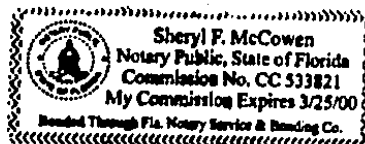
THE TAYLOR COMPANY OF WALTON
COUNTY

By James H. Taylor (SEAL)
its President
General Partner of the
Partnership

SWORN TO AND SUBSCRIBED before me this 19th day of December, 1996, by James H. Taylor of THE TAYLOR COMPANY OF WALTON COUNTY, on behalf of THE TAYLOR COMPANY OF WALTON COUNTY, who produced FL DL #T460-448-32-414 as identification.

Sheryl F. McCowen

Notary Public
My Commission Expires: _____




**CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

JAMES H. TAYLOR FAMILY PARTNERSHIP, LTD. (the "Company"), desiring to organize as a limited partnership under the laws of the State of Florida, with its registered office, as indicated in its Certificate of Limited Partnership, at 15 Pine Street, Santa Rosa Beach, Florida 32459, has named James H. Taylor, located at 15 Pine Street, Santa Rosa Beach, Florida 32459, as its agent to accept service of process within this State.

ACKNOWLEDGMENT.

Having been named as registered agent and to accept service of process for the above stated Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


James H. Taylor
DATED: December 19, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 26 AM 11:39

A96000002454

MEMORANDUM

LAW OFFICES
CHESSEB, WINOARD, BARR, WHITNEY,
FLOWERS & FLEET, P. A.
1201 COLIN PARKWAY
SHALIMAR, FLORIDA 32070
(904) 681-0944
FAX (904) 681-6084

January 21, 1997

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

Re: James H. Taylor Family Partnership, Ltd.

Dear Sirs:

Enclosed please find a Supplemental Affidavit of Capital Contributions to be filed for the above-referenced limited partnership, together with a check in the amount of \$1,750.00, tendered as payment of your filing fee.

If you need anything further, please do not
~~hesitate to contact me.~~

Name
Available **Sincerely,**

Sheryl F. McCowen, CL

Paralegal to DCC

H. Bart Fleet

Updater

/sm
Enclosures

cc: James H. Taylor

Acknowledgement DCC

W. P. Verlyer DCC

FILED
97 FEB 12 AM 9:40
TALLAHASSEE, FL 32304
SECRET

800002066369--7
-01/23/97--01076--001
***1750.00 ***1750.00

increasing to \$4,250,000.00

STATE OF FLORIDA

COUNTY OF WALTON

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting all of the General Partners of JAMES H. TAYLOR FAMILY PARTNERSHIP, Ltd., a Florida Limited Partnership (the "Partnership"), certifies as follows:

The amount of capital contributions to date of the limited partners of the Partnership is \$ 4,250,000.00.

Dated this 15th day of January, 1997.

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.

THE TAYLOR COMPANY OF WALTON
COUNTY

By James H. Taylor
its President
General Partner of the
Partnership

FILED
97 FEB 12 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SWORN TO AND SUBSCRIBED before me this 15th day of January, 1997, by James H. Taylor of THE TAYLOR COMPANY OF WALTON COUNTY, on behalf of THE TAYLOR COMPANY OF WALTON COUNTY, who produced FL DL #T460-448-32-414 as identification.

Janice Marie Page
JANICE MARIE PAGE
Notary Public
My Commission Expires: 9/22/98

OFFICIAL NOTARY SEAL
JANICE MARIE PAGE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC409207
MY COMMISSION EXP. SEPT 22, 1998

A 96000002460

CHUHAK & TECSON, P.C.

ATTORNEYS AT LAW

Thomas B. Chuhak (1920-1995)
 Alan H. Dolinko
 John P. Fadden
 Barry A. Feinberg
 Dennis A. Fiorano
 Cary B. Fleischer
 James B. Gottlieb
 Albert L. Grasso
 Nick Hammond
 Edwin I. Josephson
 Arnold E. Karolewski
 J. Laurence Kienlen
 John F. Mahoney
 Stephen M. Margolin
 James W. Naisbitt
 Donald J. Russ, Jr.
 Don M. Sowers
 Andrew P. Tecson
 Joseph A. Tecson

225 West Washington Street
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 Fax: (312) 444-0027

Writer's Direct Line

(312) 855-4610

December 16, 1996

John P. Adams
 Thomas F. Donnington, Jr.
 Earl D. Gortant
 Barbara Chuhak Bernau
 Jordan M. Cramer
 Jeffrey W. Deor
 William D. Fox
 Thomas W. Hargrove
 Raymond S. Makowski
 Daniel F. Marron
 Peter A. McElvain
 Michael B. McVicker
 Melissa L. Rabel
 Yvette A. Salcik
 Michael B. Sherman
 Mary Ann Spangler
 Tracy E. Stevenson
 Mitchell D. Weinstein

— Of Counsel —
 Lawrence E. Glick
 Suzanne McCarthy
 Joseph O. Rubimelli
 Mary Jane Rubimelli

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

Re: Wiedemann Family Limited Partnership

Dear Sir or Madam:

Enclosed please find Form LP 2914, Certificate of Limited Partnership and Affidavit of Capital Contributions, in duplicate, for the above-named limited partnership. Please file these documents as appropriate. Also enclosed is a check in the amount of \$1,750.00 in payment of the filing fees, and a check in the amount of \$35.00 in payment of the Designation of Registered Agent fee.

Please return the duplicate copy of these documents to me at the following address:

Bruce Vanyek
 Chuhak & Tecson
 225 W. Washington, Suite 1300
 Chicago, Illinois 60606

100002033901--5
 -12/19/96--01062--013
 ***1750.00 ***1750.00
 00002033901--5
 -12/19/96--01062--014
 *****35.00 *****35.00

If you have any questions, feel free to contact me.

Sincerely,

Bruce Vanyek

Bruce Vanyek
 Paralegal

Name	12/20/96
Availability	Dec
Document Examiner	DCC
Up	DCC
U.	DCC
Ver	DCC
Adm/bv	DCC
enclosures	
cc: Edwin Josephson	

TC
 \$1,400,000.00

A 96000002460

FILED

19 PM 1:13

CERTIFICATE OF LIMITED PARTNERSHIP
OF

1. Wiedemann Family Limited Partnership
(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")

2. 12830 Maiden Cane Lane, Bonita Springs, Florida 34135
(The Business Address of Limited Partnership)

3. Joseph Wiedemann
(Name of Registered Agent for Service of Process)

4. 12830 Maiden Cane Lane, Bonita Springs, Florida 34135
(Florida Street Address for Registered Agent)

5. Acceptance by the Registered Agent for Service of Process.

Joseph Wiedemann
(Officer Must Sign on This Line)

Joseph Wiedemann, General Partner
(Type Name and Title of Officer)

6. 12830 Maiden Cane Lane, Bonita Springs, Florida 34135
(The Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2025.

(Cont'd)

8. NAME OF GENERAL PARTNER(S)

SPECIFIC ADDRESS

Joseph Wiedemann

12830 Maiden Cane Lane
Bonita Springs, Florida 34135

Signed this 8th day of December, 1996
Signature of all general partners:

Joseph Wiedemann

General Partner

General Partner

General Partner

General Partner

General Partner

FILED

96 DEC 19 PM 1:11

SECRET
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of Wiedemann Family Limited Partnership, a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$ 0.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time total: \$ 1,400,000.

This 7th day of December, 19 96.

FURTHER AFFIANT SAYETH NOT.

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

Joseph Wiedemann
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

FILED
96 DEC 9 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A96000002460

Change of Address

Agency of State

Wiedemann Limited Partnership
A96000002460
Please Change Address to

Joseph R. Wiedemann
17940 Gulf Blvd - 17B
Redington Shores, FL 33708

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 18 PM 12:50

Thank you

Wiedemann

Att

Nanette Causseaux
