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TALLAHASSEE, FLORIDA

FROM: BODGSON, RUSS, ANDREWS, ET AL.

ACCT#: 072720000242

CONTACT: RAY FRITZ

PHONE: (407) 394-0500

FAX #: (561) 394-3862

NAME: TILSON FAMILY LIMITED PARTNERSHIP

AUDIT NUMBER.....H9600018165

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

CERT. COPIES.....1

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DIVISION OF CORPORATIONS

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
TILLSON FAMILY LIMITED PARTNERSHIP
(a Florida limited partnership)**

The undersigned General Partner desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act (1986) hereby states the following pursuant to Section 620.106, Florida Statutes.

1. The name of the limited partnership is **Tillson Family Limited Partnership**.
2. The address of the office of the partnership is **40 Ridgewood Circle, Taquasta, Florida 33469**.
3. The name and address of the agent for service of process on the Partnership is **HRAWG CORP., 2000 Glades Road, Suite 400, Boca Raton, Florida 33431**.
4. The name and business or residence address of the General Partner of the Partnership is as follows:

**Caroline H. Tillson
40 Ridgewood Circle
Taquasta, Florida 33469**
5. The mailing address of the Partnership is: **c/o Stephen M. Newman, Esq., Hodgson, Russ, Andrews, Woods & Goodyear, 2000 Glades Road, Suite 400, Boca Raton, FL 33431**.
6. The latest date upon which the Partnership shall dissolve is **December 31, 2094**.
7. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by **Caroline H. Tillson** as a General Partner of the Partnership.

THIS INSTRUMENT PREPARED BY:
Stephen M. Newman, Esq.
Hodgson, Russ, Andrews, Woods & Goodyear
2000 Glades Road, Suite 400
Boca Raton, Florida 33431
Telephone: (407) 394-0500
Florida Bar No. 0213721

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DEC 30 '96 16:09 TO-18049224000

FROM-HOODSON & RUSSELL

T-430 P.04/96 F-170

H 96 0000 18165-6

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of the Tillson Family Limited Partnership this 26 day of December, 1996.

TILLSON FAMILY LIMITED PARTNERSHIP

By Caroline H. Tillson
CAROLINE H. TILLSON
General Partner

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DEC 30 '96 11:10 TO-19049224000

FROM-HOODSON & RUGG

T-430 P.06/00 F-570

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for the Tillson Family Limited Partnership, a Florida Limited Partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, we, on behalf of the Partnership, hereby agree 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.

HRANG Corp.

By 

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting all of the General Partners of the Tillson Family Limited Partnership, a Florida Limited Partnership, hereby certifies as follows:

The amount of capital contributions to date of the Limited Partners is \$7,500.

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$7,500.

This 26 day of December, 1996.

TILLSON FAMILY LIMITED PARTNERSHIP

By Caroline H. Tillson
CAROLINE H. TILLSON
General Partner

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury the undersigned declares that the information stated above is true, to the best of her knowledge and belief.

This 26 day of December, 1996.

TILLSON FAMILY LIMITED PARTNERSHIP

By Caroline H. Tillson
CAROLINE H. TILLSON
General Partner

STATE OF GEORGIA OHIO)
COUNTY OF) ss.

THE FOREGOING instrument was acknowledged and sworn to before me this 26 day of December, 1996, by Caroline H. Tillson, as a General Partner of the Tillson Family Limited Partnership. She is known to me to be as identified above.

Traci R. Black
Notary Public

TRACI R. BLACK, Notary Public
in and for the State of Ohio
My Commission Expires Dec. 25, 2000

NOTARY: 27882_1 (LIT_1)

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FROM-HODGSON & R/68

T-430 P.01/00 F-670

**HODGSON RUSS
ANDREWS
WOODS &
GOODYEAR**
ATTORNEYS AT LAW

December 30, 1998

VIA TELECOPY

Secretary of State
Corporation Division
409 E. Gaines Street
Tallahassee, Florida 32302

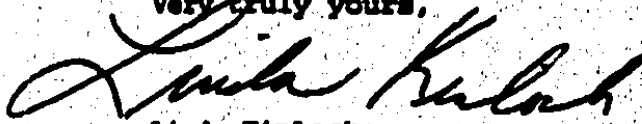
Dear Sir:

RE: TILLSON FAMILY LIMITED PARTNERSHIP

Please file the above-referenced limited partnership.
Please charge our account and forward the certificate to the
undersigned.

If you have any questions, please call 1-800-331-1025.

Very truly yours,


Linda Kinloch

Attachment

9554

2000 Charles Road
Suite 400
Boca Raton, FL 33431-5800
954-354-0000 BONA RATION
954-755-8177 FAX BONA
954-754-3440 BONA
FAX: 954-354-5823
EMAIL: bbona@hodge-rs.com or bbona@compuserve.com

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Larry Conahan, P.A.
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Richard A. Goss, P.A.
Michael H. Goss, P.A.
James M. Hinkley, P.A.
Paul E. Hines
Thomas E. Hines, P.A.
Kevin E. Ross

Alamy
Bona Raton
Bona
New York
Bona
Bona
(Bona)

James A. Fowles, P.A.
Of Counsel

CONWAY IN NEW YORK

Paul E. Conahan
Richard E. Hinkley
Michael H. Hinkley
Stephen M. Hinkley

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