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PROFESSIONAL
LEGAL & FINANCIAL SERVICE

ACCOUNT NO. : 072100000032

REFERENCE : 206835 4323852 600002047136--7

AUTHORIZATION :

96 DEC 31 PM 3:07
-01/07/97--01015--016
***1785.00 ***1785.00

COST LIMIT : \$ PREPAID

ORDER DATE : December 31, 1996

ORDER TIME : 12:57 PM

ORDER NO. : 206835-005

CUSTOMER NO: 4323852

CUSTOMER: Stephen Dunegan, Esq
DEAN MEAD EGERTON BLOODWORTH
CAPOUANO & BOZARTH, P.A.
Suite 1500
800 North Magnolia Avenue
Orlando, FL 32803

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 31 PM 3:07

DOMESTIC FILING

NAME: DALE A. DEWITT FAMILY
PARTNERSHIP, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

RECEIVED
6 DEC 31 AM 2:39
SIGN OF CORPORATION
KWM

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 31 PM 3:07

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR THE
DALE A. DeWITT FAMILY PARTNERSHIP, LTD.,
A FLORIDA LIMITED PARTNERSHIP**

WE, the undersigned, hereby associate ourselves together and make, acknowledge and file with the Secretary of State of the State of Florida, this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

1. **NAME OF PARTNERSHIP.** The name of the partnership shall be the DALE A. DeWITT FAMILY PARTNERSHIP, LTD.

2. **LOCATION OF PRINCIPAL PLACE OF BUSINESS.** The principal place of business of the partnership shall be located at 14463 W. Colonial Drive, Winter Garden, Florida 34787, or at such other place or places as the General Partners shall from time to time determine.

3. **NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS.** The name and address of the registered agent shall be STEPHEN D. DUNEGAN, ESQUIRE, Dean, Mead, Egerton, Bloodworth, Capouano, & Bozarth, P.A., 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803.

4. **NAME AND BUSINESS ADDRESS OF EACH GENERAL PARTNER.**

A. DALE A. DeWITT, who business address is 14463 W. Colonial Drive, Winter Garden, Florida 34787, and whose mailing address is P.O. Box 770337, Winter Garden, Florida 34777-0337.

B. ANN L. SEVERNS, G-4376 Beecher Road, Flint, Michigan 48532.

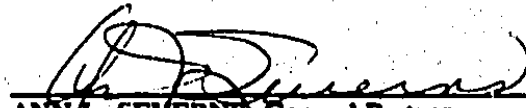
5. **MAILING ADDRESS OF THE LIMITED PARTNERSHIP.** The mailing address for the Partnership shall be c/o Ann L. Severns, G-4376 Beecher Rd., Flint, MI 48532.

6. **TERM.** The partnership shall be dissolved on December 31, 2050, unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the Partnership.

EXECUTED this 28th day of December, 1996.

GENERAL PARTNERS:


DALE A. DeWITT, General Partner


ANN L. SEVERNS, General Partner

AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

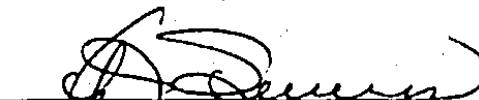
Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.108, the undersigned, after first being duly sworn, depose and say that the total amount contributed and anticipated to be contributed of the Limited Partners of the DALE A. DeWITT FAMILY PARTNERSHIP, LTD. is \$ 854,060.00.

No Limited Partner shall at any time be required to make any contributions to the Partnership in addition to the amount which he or she has contributed.

SWORN AND SUBSCRIBED the 28th day of December, 1996.

GENERAL PARTNERS:



DALE A. DeWITT, General Partner


ANN L. SEVERNS, General Partner

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority, personally appeared DALE A. DeWITT, a General Partner of the DALE A. DeWITT FAMILY PARTNERSHIP, LTD., known to me to be the person who executed the foregoing Certificate of Limited Partnership, who acknowledged before me that he executed the Certificate of Limited Partnership for the purposes therein stated, and who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30th day of December, 1996.


NOTARY PUBLIC



STEPHEN D. DUNEGAN
My Commission CC388672
Expires Jul. 04, 1998
Bonded by HAI
800-422-1885

STATE OF MICHIGAN
COUNTY OF Genesee

BEFORE ME, the undersigned authority, personally appeared ANN L. SEVERNS, a General Partner of the DALE A. DeWITT FAMILY PARTNERSHIP, LTD., known to me to be the person who executed the foregoing Certificate of Limited Partnership, who acknowledged before me that she executed the Certificate of Limited Partnership for the purposes therein stated, and who is personally known to me, or who has produced Michigan Drivers License for identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28 day of December, 1996.

Laura L. White
NOTARY PUBLIC of Genesee
County, Michigan
Commission Expires 3-17-2000

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, STEPHEN D. DUNEGAN, ESQUIRE, accepts his designation as Registered Agent for the DALE A. DeWITT FAMILY PARTNERSHIP, LTD. and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.


EXECUTED this 30 day of December, 1996.


STEPHEN D. DUNEGAN, ESQUIRE
Registered Agent

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority, personally appeared STEPHEN D. DUNEGAN, ESQUIRE, personally known to me to be the person who executed the foregoing Acceptance of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30th day of December, 1996.


NOTARY PUBLIC



**LINDA A. FUTRELL
MY COMMISSION & CREDENTIALS EXPIRES
April 30, 1999
BONDED THIRD TROY FIRE INSURANCE, INC.**