

A97000002152

Robert A. Heekin, Esq.

4347-4 University Boulevard South, Jacksonville, Florida 32216 • (904) 636-9777 • Fax (904) 636-5665

September 26, 1997

Florida Department of State
Division of Corporations
Limited Partnership Section
409 E. Gaines Street
Tallahassee, Florida 32399

300002311679--2

-10/03/97--01106--001

*****87.50 *****87.50

Re: American Federal Properties, Ltd.

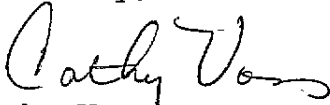
Gentlemen:

Enclosed is the Certificate of Limited Partnership of American Federal Properties, Ltd., plus an Affidavit regarding capital contributions of the limited partners, for filing with the State. Also enclosed is a check in the amount of \$87.50 to cover the following filing fees:

Filing Fee	\$52.50
Designation of Registered Agent	35.00
	<u>\$87.50</u>

If you should have any questions concerning this limited partnership filing, please contact our office.

Sincerely,


Cathy Voss

CV/
Enclosures

A2926

A97-2152

Name	OK 10-6
Availability	
Document Examiner	OK
Updater	OK
Updater Verifier	OK
Acknowledgement	OK
W. P. Verifier	OK

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97 OCT -3 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
AMERICAN FEDERAL PROPERTIES, LTD.**

The undersigned, being the sole general partner of American Federal Properties, Ltd. (the "Partnership"), for the purpose of forming a limited partnership under the provisions of Chapter 620, Part I, Florida Statutes, hereby certifies that:

ARTICLE I

NAME AND ADDRESS

Section 1.1 Name. The name of the Partnership is American Federal Properties, Ltd.

Section 1.2 Address. The principal office and mailing address of the Partnership shall be 4347-10 University Boulevard South, Jacksonville, Florida 32216.

ARTICLE II

TERM

Section 2.1 Commencement. The Partnership shall commence to exist at the time this Certificate is filed with the Department of State of the State of Florida.

Section 2.2 Duration. The latest date upon which the Partnership is to dissolve shall be December 31, 2096.

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

Section 3.1 Name and Address. The street address of the initial registered office of the Partnership is 4347-10 University Boulevard South, Jacksonville, Florida 32216, and the name of the initial registered agent of the Partnership at that address is Eli T. Sleiman, Sr.

Section 3.2 Acceptance by Registered Agent. By executing this Certificate, the registered agent hereby accepts his appointment and agrees to act in this capacity and to comply with the provisions of Section 620.192, Florida Statutes governing same.

ARTICLE IV

GENERAL PARTNER

Section 4.1 Number. The Partnership shall have one (1) general partner initially. The number of general partners may be increased or decreased from time to time by the Partnership.

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TALLAHASSEE, FLORIDA

Section 4.2 Initial General Partner. The name and business address of the initial general partner of the Partnership are:

American Federal Properties, Inc.,
a Florida corporation
4347-10 University Boulevard South
Jacksonville, Florida 32216

P95-57608

IN WITNESS WHEREOF, the undersigned general partner has executed this Certificate as of the 30th day of September, 1997.

AMERICAN FEDERAL PROPERTIES, INC.

By: Eli T. Sleiman
Eli T. Sleiman, Sr.
Its President

The undersigned registered agent hereby accepts the obligations of his appointment, as described in Article III of this Certificate, and agrees to comply with same.

Eli T. Sleiman
Eli T. Sleiman, Sr.

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR AMERICAN FEDERAL PROPERTIES, LTD.**

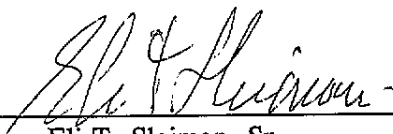
The undersigned the sole general partner of American Federal Properties, Ltd., a Florida limited partnership, certifies:

1. *Present Capital Contributions.* The amount of capital contributions to date of the limited partners is \$250.00.

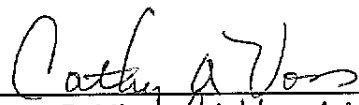
2. *Anticipated Capital Contributions.* The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$250.00.

Further Affiant saith not.

AMERICAN FEDERAL PROPERTIES, INC.

By: 
Eli T. Sleiman, Sr.
Its President

Sworn to and subscribed before me this 30th day of September, 1997 by Eli T. Sleiman, Sr., President of American Federal Properties, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me.


Notary Public Cathy A. Voss
My Commission Expires 11/8/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA