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CERTIFICATE OF LIMITED PARTNERSHIP
SANFORD VEHICLES
FAMILY LIMITED PARTNERSHIP

A FLORIDA LIMITED PARTNERSHIP

FILED
97 OCT 28 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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| Name | OR 1031 |
| Availability | |
| Document Examiner | OR |
| Updater | OR |
| Updater Verifier | OR |
| Acknowledgement | OR |
| W. P. Verifier | OR |

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CERTIFICATE OF LIMITED PARTNERSHIP

**SANFORD VEHICLES
FAMILY LIMITED PARTNERSHIP**

A FLORIDA LIMITED PARTNERSHIP

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act Section 620.108 et seq., the undersigned parties hereto do hereby certify that an Agreement was made effective on 15th of November 1997, at the address of the office at which the records are kept required by Section 620.105:

4477 Ciarcona Ocoee Road; Orlando, FL 32810

by the following, herein called "General Partner":

PRESTIGE FENCE, INC.

and by the following hereinafter referred to as "Limited Partners":

PRESTIGE FENCE, INC.
BRIAN J. SANFORD
ANDREA T. SANFORD

WITNESSETH:

The parties hereto, on the date described above, formed a Limited Partnership pursuant to the provisions of the Florida State Limited Partnership Act.

1. Name. The name of this Limited Partnership is

SANFORD VEHICLES FAMILY LIMITED PARTNERSHIP

2. Business. The general character of the Partnership business shall be to make a profit, increase the wealth and provide a means for the Partners to become knowledgeable of, manage, and preserve Partnership assets, to engage in a general investment business and to engage in SUCH OTHER BUSINESSES as the Partners shall determine from time to time as outline in detail in the Partnership Agreement.

3. Principal Place of Business and Mailing Address. The location of the principle place of business and the mailing address of the Partnership is

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4. Registered Agent. The registered agent for service for this Limited Partnership is

BRIAN J. SANFORD

^{address}
His signature below is acceptance of this registered agent designation.

5. The Partners. The General and Limited Partners of this Limited Partnership are as follows:

GENERAL PARTNER

PRESTIGE FENCE, INC.
4477 Ciarcona Ocdee Road; Orlando, FL 32810

LIMITED PARTNERS / PLACE OF RESIDENCE

Prestige Fence, Inc.
4477 Ciarcona Ocdee Road; Orlando, FL 32810

Brian J. Sanford
2110 Genova Drive; Oviedo, FL 32765-7226

Andrea T. Sanford
2110 Genova Drive; Oviedo, FL 32765-7226

6. Term. The Partnership shall begin on 15 November 1997 and shall continue for twenty-five years (25) years thereafter unless sooner dissolved by law or by agreement of the parties hereto or unless extended by majority agrees of the Partners.

7. Additional Contributions. No additional contributions of the Limited Partners have been agreed upon. A majority agreement of all Partners will permit additional contributions.

8. Return of Contributions. No Limited Partner shall be entitled to withdraw or demand the return of any part of his capital contribution except upon dissolution of the partnership.

9. Profits. All annual net profits of the Partnership shall be divided among the General and Limited Partners in the same proportions as the Partner's then capital interest accounts, unless retained for the Partnership investment and business activities.

10. Assignments. A Limited Partner shall have the right to sell his interest in the Partnership acting through the guardian, but only after such Limited Partner gives to the Partnership a 120-day opportunity to purchase such interest, as explained in detail by the Partnership Agreement.

11. Additional Limited Partners. The General Partner may admit additional Limited Partners.

12. Priority Among Limited Partners. There is no priority of one Limited Partner over another as to the contributions or compensation by way of income.

13. Continuance of Business. Upon the death, retirement or insanity of the surviving General Partner, the Partnership shall dissolve unless continued by the remaining Partners and selecting when necessary a new General Partner. If the last surviving or serving General Partner has died, retired and/or become insane, then the Limited Partners may elect to continue the Partnership by selecting a new General Partner.

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14. Property Other Than Cash. A Limited Partner may not demand property other than cash in return for his contribution.

15. Amount of Cash and Agreed Value and Description of Other Property Contributed. The Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A" attached hereto, with an agreed value of at least \$ 1,000.00.

| <u>PARTNERS</u> | <u>PERCENTAGE</u> <u>INTEREST</u> | | <u>CONTRIBUTION</u> |
|----------------------|--------------------------------------|--------|---------------------|
| PRESTIGE FENCE, INC. | 5.0 % | G.P. } | VEHICLES |
| PRESTIGE FENCE, INC. | 85.0 % | L.P. } | VEHICLES |
| BRIAN J. SANFORD | 5.0 % | L.P. } | CASH |
| ANDREA T. SANFORD | 5.0 % | L.P. | CASH |

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SCHEDULE "A"

Attached to the SANFORD VEHICLES FAMILY LIMITED PARTNERSHIP
dated 15 November, 1997:

The following subject to the encumbrances owed thereon to-wit:

SCHEDULE ATTACHED

The above-described personal or real property or equity therein is hereby conveyed to said

SANFORD VEHICLES FAMILY LIMITED PARTNERSHIP

with Grantor retaining the obligation to personally pay all obligations thereon if any presently exist.

| | | |
|----------------------|---|------------------|
| PRESTIGE FENCE, INC. | { | GENERAL PARTNER |
| BRIAN J. SANFORD | { | LIMITED PARTNERS |
| ANDREA T. SANFORD | { | |
| PRESTIGE FENCE, INC. | { | |

Brian J. Sanford
PRESTIGE FENCE, INC., General Partner
Brian J. Sanford, President *Registered Agent*

STATE OF *Florida*)
COUNTY OF *Orange*) SS.

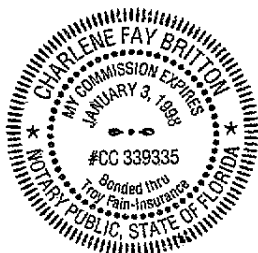
On the *23* day of *October*, 1997, the above listed partners, personally, or by representation, appeared before me. The signers of the within instrument, who duly acknowledged to me that they executed the same.

Charlene Fay Britton

Notary Public
Residing at: *2102 Carrington Dr*

My commission expires: *1-3-98*

Charlene Fay Britton
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SCHEDULE ATTACHEMENT
CERTIFICATE OF LIMITED PARTNERSHIP

INITIAL CONTRIBUTION TO CAPITAL OF PARTNERS

SANFORD VEHICLES FAMILY LIMITED PARTNERSHIP

| <u>PARTNERS</u> | <u>CONTRIBUTION</u> |
|----------------------|---------------------|
| General Partner: | |
| PRESTIGE FENCE, INC. | \$ 1,000.00 |
| Limited Partners: | |
| PRESTIGE FENCE, INC. | 4,500.00 |
| BRIAN J. SANFORD | 1,000.00 |
| ANDREA T. SANFORD | 1,000.00 |
| Total | <u>\$ 7,500.00</u> |

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