

PETERSON & MYERS, P.A.

ATTORNEYS AT LAW

J. HARDIN PETERSON (1894-1978)
MICHAEL W. CREWS (1911-1991)

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BEACH A. BROOKS, JR.
KRISTEN M. BUZZANCA
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ROY A. CRAIG, JR.
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WINTER HAVEN, FLORIDA 33881

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WINTER HAVEN, FLORIDA 33881
(941) 294-3360
FAX 299-5498

PLEASE REPLY TO:

400002363374--2
-12/04/97-01086-021
***2880.50 ***1135.75

Lake Wales
December 1, 1997

Attorneys' Title Insurance Fund, Inc.
660 East Jefferson Street, Suite 200
Tallahassee, FL 32301

To Whom It May Concern:

Enclosed, please the following documents to be filed with the Florida Secretary of State:

1. Articles of Incorporation for Ruthven GP One, Inc.
2. Articles of Incorporation for Ruthven GP Two, Inc.
3. Affidavit of Capital Contributions and Certificate of Limited Partnership for the Ruthven Family Limited Partnership Number One.
4. Affidavit of Capital Contributions and Certificate of Limited Partnership for the Ruthven Family Limited Partnership Number One.

Please file these documents the day that you receive them.
Please note that it is important to have these documents filed with the Florida Secretary of State in the order listed above.
Enclosed, please find a check in the amount of \$3,955.00 for the Florida Secretary of State for the following: \$122.50 for each corporation; \$1,837.50 for each partnership; and \$35.00 for a certificate of good standing for each corporation and partnership. Also enclosed is check in the amount of \$80.00 for your services for each of the above-referenced items.

As soon as the documents have been filed, please return the certified copies to me along with the certificates of good standing in the enclosed UPS envelope. If you have any questions regarding these matters, please feel free to give me a call. Thank you for your assistance in this matter.

Sincerely,

Keith H. Wadsworth
Keith H. Wadsworth

Enclosures

1,039.50
35.00
52.50
8.75
\$1,135.75

RECEIVED
97 DEC -2 PM 4:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
97 DEC -4 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BK 12/4/97

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PLEASE REPLY TO:

Lake Wales
December 1, 1997

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67 DEC -4 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Ruthven Family Limited Partnership Number One

Gentlemen:

Enclosed for filing is the original and one copy of the Certificate of Limited Partnership for the above named partnership and the Affidavit of Capital Contributions to the Ruthven Family Limited Partnership Number One.

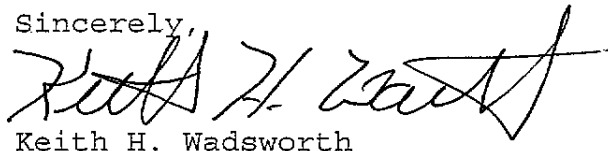
Also enclosed is this firm's check, in the amount of \$1,837.50 representing payment of the following fees: filing fee for the Certificate of Limited Partnership, in the maximum amount of \$1,750.00; certified copy fee - \$52.50; and registered agent fee - \$35.00.

Upon approval and filing of the enclosed documents, please furnish a certified copy of the Certificate of Limited Partnership and Affidavit of Capital Contributions to the attention of:

Keith H. Wadsworth
Peterson, Myers, P.A.
P.O. Box 1079
Lake Wales, FL 33859-1079

If anything further is required, please call me. Thank you for your assistance in this matter.

Sincerely,



Keith H. Wadsworth

/ap
Enclosures

**CERTIFICATE OF LIMITED
PARTNERSHIP OF THE RUTHVEN FAMILY
LIMITED PARTNERSHIP NUMBER ONE**

The undersigned, for the purpose of forming a limited partnership under the provisions of the Florida Revised Uniform Limited Partnership Act (1986), as set forth in Section 620.101, et seq. of the Florida Statutes, do hereby certify to the following:

1. The name of the limited partnership is **"RUTHVEN FAMILY LIMITED PARTNERSHIP NUMBER ONE"**.

2. The address of the office of the limited partnership required to be maintained by Section 620.105(1), Florida Statutes, is as follows:

41 Lake Morton Drive
Lakeland, FL 33801

3. The name and street address of the registered agent, for service of process on the limited partnership, required to be maintained by Section 620.105(2), Florida Statutes, are as follows:

Joe P. Ruthven
41 Lake Morton Drive
Lakeland, FL 33801

4. The name and business address of the general partner is:

Ruthven GP One, Inc.
P.O. Box 2187
Lakeland, FL 33806

5. The mailing address for the limited partnership is as follows:

P.O. Box 2187
Lakeland, FL 33806

6. The latest date upon which the limited partnership is to dissolve is December 31, 2022.

7. An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners, as required by Section 620.108, Florida Statutes, is attached to this certificate.

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27 DEC -4 PM 4:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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IN WITNESS WHEREOF, the undersigned has executed this certificate as of the 21
day of November 1997.

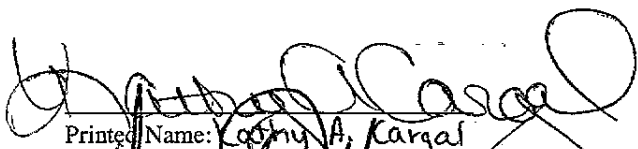
Signed, sealed and delivered
in the presence of:

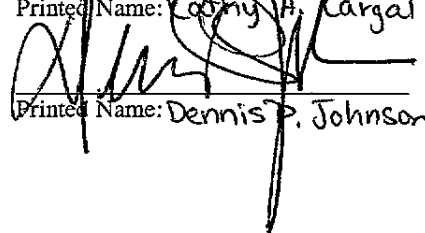
GENERAL PARTNER:

RUTHVEN GP ONE, INC.
a Florida corporation

By:


JOE P. RUTHVEN, as President


Printed Name: Cathy A. Kargal


Printed Name: Dennis P. Johnson

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ACCEPTANCE OF
REGISTERED AGENT FOR THE
RUTHVEN FAMILY LIMITED PARTNERSHIP
NUMBER ONE**

Having been named as registered agent to accept service of process upon the above named partnership, at the address designated in the certificate of limited partnership, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I state that I am a resident of the State of Florida and I am familiar with, and accept, the obligations of my position as registered agent.

Dated: November 21, 1997


JOE P. RUTHVEN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H:\HOME\ALF\RUTHVEN.CER

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
TO THE RUTHVEN FAMILY LIMITED PARTNERSHIP NUMBER ONE**

The undersigned affiant, JOE P. RUTHVEN, as President of RUTHVEN GP ONE, INC., a Florida corporation, as general partner of the RUTHVEN FAMILY LIMITED PARTNERSHIP NUMBER ONE, whose address is P.O. Box 2187, Lakeland, FL 33806, after each being first duly sworn, says upon oath:

1. Ruthven GP One, Inc. is the only general partner of the **RUTHVEN FAMILY LIMITED PARTNERSHIP NUMBER ONE**, a Florida limited partnership.

2. The total amount of the capital contributions of the limited partners and the amount of capital anticipated to be contributed by all of the limited partners of the partnership is \$148,500.00. The capital contributed to the partnership may be either cash or property, real or personal, tangible or intangible.

3. This affidavit is given for the purpose of complying with the provisions of Section 620.108 of the Florida Statutes.

FURTHER, AFFIANT DO NOT SAY.

RUTHVEN GP ONE, INC., a Florida corporation

Printed Name: Dennis P. Johnson

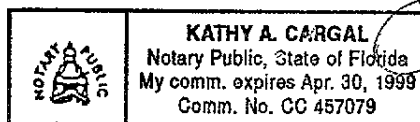
By: Joe P. Ruthven
JOE P. RUTHVEN, as President

Printed Name: Kathy A. Cargal

**STATE OF FLORIDA
COUNTY OF POLK**

I HEREBY CERTIFY that on December 1, 1997, before me, the undersigned Notary Public, authorized in the State and County named above to administer oaths, personally appeared **JOE P. RUTHVEN**, as President, on behalf of **RUTHVEN GP ONE, INC.** as a general partner of the **RUTHVEN FAMILY LIMITED PARTNERSHIP NUMBER ONE**, who, after being by me first duly sworn, says upon oath the above statements. Sworn to and subscribed before me on this day by **JOE P. RUTHVEN**, as President, on behalf of **RUTHVEN GP ONE, INC.**, as a general partner of the **RUTHVEN FAMILY LIMITED PARTNERSHIP NUMBER ONE**, on behalf of the partnership. He is personally known to me or he has produced a drivers license as identification.

(SEAL)



Printed Name: Kathy A. Cargal

Notary Public

My Commission Expires: April 30, 1999

FILED
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CLERK OF STATE
TALLAHASSEE, FLORIDA