

A 97 00000 2809

527 Lantern Circle
Temple Terrace, FL 33617
(813) 974-5513
Tedm@bigfoot.com

Thursday, December 11, 1997

Registration Section
Bureau of Commercial Recording
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

700002372777-2
-12/16/97-01023-001
****105.00 ****105.00

To Whom It May Concern:

Enclosed is a certificate to file for a Florida limited partnership named:
Micceri-Underbakke, Ltd.. Partners capital contributions are \$6000. Enclosed is
a check for \$105.00 for the following fees:

Limited Partnership Fee (@ \$7 per \$1,000)	\$52.50
Registered Agent Fee	\$35.00
Two Certificates @ \$8.75 each	\$17.50
Total	105.00

Please send the acknowledgement and certificates to:

Theodore Micceri
527 Lantern Circle
Temple Terrace, FL 33617

Thanks in advance for your attention to this matter.

Cordially,

Name	12/23/97
Availability	Dec 26
Document Examiner	Theodore Micceri, Ph.D.
Updater	Micceri-Underbakke, Ltd.
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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TC
\$7,000.00

FILED
97 DEC 16 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

1. Micceri - Underbakke, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 527 Lantern Circle, Temple Terrace, FL 33617
(Business address of Limited Partnership)

3. Melva Evelyn Underbakke
(Name of Registered Agent for Service of Process)

4. 527 Lantern Circle, Temple Terrace, FL 33617
(Florida street address for Registered Agent)

5. Melva Evelyn Underbakke
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 527 Lantern Circle, Temple Terrace, FL 33617
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2050

8. Name(s) of general partner(s):

Street address:

Theodore Micceri, Jr.

527 Lantern Circle, Temple Terrace
FL 33617

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 11 day of December, 19 97

Signature of all general partners:

Theodore Micceri, Jr.
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of _____

Micceri-Underbakke, Ltd.

_____,
a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 6,000

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 7,000

Signed this 11 day of December, 19 97

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Steven Micceri
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

FILED
97 DEC 6 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA