

A 97000002951



ACCOUNT NO. : 072100000032

REFERENCE : 654384 4307842

AUTHORIZATION : *Patricia Project*

COST LIMIT : \$ 514.50

ORDER DATE : December 31, 1997

ORDER TIME : 10:37 AM

ORDER NO. : 654384-010

CUSTOMER NO: 4307842

300002387033--7

CUSTOMER: Ms. Haley Watkins
MARTIN ADE BIRCHFIELD &
MICKLER, P.A.
One Independent Dr., Ste 3000
Post Office Box 59
Jacksonville, FL 32201

DOMESTIC FILING

NAME: FORTRESS PARTNERS I, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	12/31/97
Availability	XX
Document	CERTIFIED COPY
Examiner	PLAIN STAMPED COPY
Updater	CERTIFICATE OF GOOD STANDING
CONTACT PERSON: Jeanine Glisar	
Updater	DCC
Verifier	DCC
Acknowledgement	DCC
1st Reviewer	DCC

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 31 PM 3:30

F, 10
2nd

TC
\$61,000.00

A 97000002951

CERTIFICATE OF LIMITED PARTNERSHIP OF
FORTRESS PARTNERS I, LTD.

The undersigned, in order to form a limited partnership (the "Partnership") in accordance with Sections 620.105, 620.108, and 620.114 of the Florida Statutes (1995), certifies the following:

1. The name of the Partnership is Fortress Partners I, Ltd.
2. The street address and mailing address of the principal place of business of the Partnership in the state of Florida is 7801 S.E. 58th Avenue, Ocala, Florida 34480.
3. The name and address of the initial registered agent of the Partnership in the state of Florida is Dirk J. Leeward, 7801 S.E. 58th Avenue, Ocala, Florida 34480.
4. The name and address of the general partner of the Partnership is as follows:

<u>Name</u>	<u>Address</u>
Liberator Corp. P970000109109	7801 S.E. 58th Avenue Ocala, Florida 34480

5. The term for which the Partnership is to exist as a limited partnership shall commence on the date of filing and shall continue until December 31, 2047, unless sooner dissolved in accordance with the Agreement of Limited Partnership of Fortress Partners I, Ltd. or by an act or event specified by law as one effecting dissolution.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 31 PM 3:33

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited
Partnership this 30th day of DECEMBER, 1997.

Liberator Corp.,
a Florida corporation

By: 

Dirk J. Leeward
Its President

GENERAL PARTNER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 31 PM 3:30

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF MARION

Dirk J. Leeward, as President of Liberator Corp., a Florida corporation, being duly sworn, says that Liberator Corp. is the general partner of Fortress Partners I, Ltd. (the "Limited Partnership") and that the sum of SIXTY-ONE THOUSAND DOLLARS (\$61,000.00) in cash and property shall be contributed as capital to the Limited Partnership by the limited partners of said Limited Partnership and it is anticipated that such amount will be the total of all capital to be contributed to the Limited Partnership.

Liberator Corp.,
a Florida corporation

By:


Dirk J. Leeward
Its President

GENERAL PARTNER

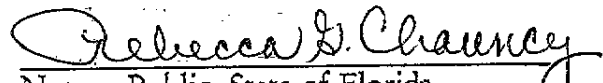
97 DEC 31 PM 3:30

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 30th day of December, 1997, Dirk J. Leeward, as President of Liberator Corp., a Florida corporation, on behalf of the corporation. He is personally known to me or ~~has produced~~ as identification and did take an oath.



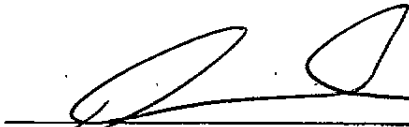

Notary Public, State of Florida
Print: _____

My Commission expires: _____
Commission No.: _____

CERTIFICATE OF ACCEPTANCE OF
DESIGNATION OF REGISTERED AGENT OF
FORTRESS PARTNERS I, LTD.

Pursuant to Sections 620.105 and 620.192, Florida Statutes (1995), the undersigned, _____, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Fortress Partners I, Ltd., a limited partnership organized under the laws of the state of Florida, does hereby accept the appointment as Registered Agent for the above-named limited partnership, and does hereby agree to comply with any and all statutes relative to the proper performance of the duties of Registered Agent, including the maintenance of a Registered Office, which such Registered Office is located at 7801 S. E. 58th Avenue, Ocala, Florida 34480.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Ocala, Florida, on this 30th day of December, 1997.


Dirk J. Leeward
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 DEC 31 PM 3:10