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NEW FILINGS	AMENDMENTS		~
Profit	Amendment	FILING 19	
NonProfit	Resignation of R.A., Office		
Limited Liability	Change of Registered Age	ent 3. COPY	
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Other	Merger	SALANCE DUE	11/10
OTHER FILINGS	REGISTRATION/ QUALIFICATION	1205	M a
Annual Report	Foreign	Lr-188 50 7 MM	
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Name Reservation	Reinstatement	CANALIA	18 1/2/gc
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Godbold, Downing, Sheahan & Battaglia

A PROFESSIONAL ASSOCIATION ATTORNEYS AT LAW

GENE H. GODBOLD
GRANT T. DOWNING
MICHAEL J. SHEAHAN
WILLIAM P. BATTAGLIA
JOHN HOWELL BILL
JANET M. LOWER

222 WEST CÖMSTOCK AVENUE SUITE IOI WINTER PARK, FLORIDA 32789

December 31, 1997

POST OFFICE BOX 1984
WINTER PARK, FLORIDA 32790
TELEPHONE (407) 647-4418
FACSIMILE (407) 647-2089

FEDERAL EXPRESS

Mr. John Hall Hall's Delivery Service Post Office Box 6332 Tallahassee, Florida 32314

Re:

TJH Investments, Ltd.

Dear John:

Enclosed please find original and one photocopy of Certificate of Limited Partnership and Affidavit of Capital Contributions for filing, together with check in the amount of \$1,837.50.

Please file the Certificate, obtain a certified copy, fax a filed copy to me and return to me via Federal Express.

Thank you for your assistance. If you have any questions, please do not hesitate to contact me.

Sincerely yours,

Gene H. Godbold

GHG/cah Encls.

TJH INVESTMENTS, LTD. CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned General Partner files this Certificate of Limited Partnership of TJH INVESTMENTS, LTD. with the Florida Department of State in order to form a Limited Partnership pursuant to §620.108 of the Florida Revised Limited Partnership Act (1986) (the "Act").

- 1. Name. The name of the limited partnership is TJH INVESTMENTS, LTD.
- 2. <u>General Partner</u>. The name and the business address of the General Partner of the Limited Partnership is:

TJH Development Corporation
205 East Central Boulevard, Suite 300
Orlando, Florida 32801

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- 3. Recordkeeping Office. The address of the office at which the records of the partnership are maintained pursuant to the Act is 205 East Central Boulevard, Suite 300, Orlando, Florida 32801.
- 4. <u>Registered Agent and Registered Office</u>. The name and address of the agent for service of process is:

Thomas J. Hutchison, III 205 East Central Boulevard, Suite 300 Orlando, Florida 32801

- 5. <u>Partnership Mailing Address</u>. The mailing address for the limited partnership is 205 East Central Boulevard, Suite 300, Orlando, Florida 32801.
- 6. <u>Latest Dissolution Date</u>. The latest date upon which the limited partnership is to dissolve is January 1, 2030.
 - 7. <u>Affirmation</u>. The General Partner hereby acknowledges that pursuant to the Act:
- 7.1 The execution of this Certificate by the General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.
- 7.2 The General Partner accepts the liability imposed by the Act on a General Partner for a false statement contained in this Certificate; and
- 7.3 If, after the execution of this Certificate, the General Partner knows that any arrangement or other fact described in this Certificate has changed, making the statement inaccurate in any material respect, the General Partner will forthwith cause this Certificate to be canceled or amended, or file a petition for its cancellation or amendment pursuant to the Act.

Executed this 31 day of December, 1997.

TJH DEVELOPMENT CORPORATION, a Florida corporation

Thomas J. Hutchison, III, President

SECRETARY OF STATION

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- 1. <u>Capital Contributions</u>. The undersigned General Partner of TJH Investments, Ltd. declares the total amount of the Capital Contributions of the Limited Partners to the Limited Partnership to be Three Hundred Forty Thousand and No/100 Dollars (\$340,000.00) and the total amount of Capital Contributions contributed and anticipated at this time to be contributed by the Limited Partners to the Limited Partnership to be Three Hundred Forty Thousand and No/100 Dollars (\$340,000.00).
 - 2. <u>Affirmation</u>. The General Partner hereby acknowledges that pursuant to the Act:
- 2.1 The execution of this Affidavit by the General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.
- 2.2 The General Partner accepts the liability imposed by the Act on a General Partner for a false statement contained in this Affidavit.
- 2.3 If, after the execution of this Affidavit, the General Partner knows that any fact described in this Affidavit has changed, making the statement inaccurate in any material respect, the General Partner will forthwith cause this Affidavit to be supplemented by filing a supplemental affidavit with the Department of State pursuant to the Act.

TJH DEVELOPMENT CORPORATION.

Executed by the General Partner on the date set forth below.

	a Florida corporation
_	1211,1
Date: Jec. 31 , 1997	By:
	Thomas J. Hutchison, III, President

REGISTERED AGENT ACCEPTANCE

Having been named as Registered Agent and to accept service of process for TJH Investments, Ltd., a Florida limited partnership, at the Registered Office designated in the Certificate of Limited Partnership, I hereby accept the appointment as Registered Agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Executed the 31 day of December, 1997.

THOMAS J/HUTCHISON, III

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