

A98000000523



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 719237 7115279

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 25, 1998

ORDER TIME : 11:13 AM

ORDER NO. : 719237-005

CUSTOMER NO: 7115279

CUSTOMER: Robert Browning Jr., Esq
ROBERT W. BROWNING, JR., P.A.

Suite 755
1800 Second Street
Sarasota, FL 34236

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 25 AM 10:57

DOMESTIC FILING

NAME: MWM FAMILY F.L.P.,
A FLORIDA LIMITED PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

100002440371--8
-02/25/98--01042--004
***1785.00 ***1785.00

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

(C)
2/25/98
DIVISION OF CORPORATIONS
98 FEB 25 PM 12:22
RECEIVED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 25, 1998

CASSANDRA BRYANT
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: MWM FAMILY F.L.P.
Ref. Number: W98000004241

We have received your document for MWM FAMILY F.L.P. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Current law does not permit Florida limited partnerships to use the suffix "L.P." So this partnership cannot use "F.L.P."

Please choose another suffix. Please use LTD., LIMITED, or LIMITED PARTNERSHIP.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 598A00010730

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 25 AM 10:57

RECEIVED
98 FEB 25 AM 10:01
DIVISION OF CORPORATIONS

RESUBMIT

Please give original
submission date as file date.

CERTIFICATE OF LIMITED PARTNERSHIP OF
MWM FAMILY LTD., a Florida Limited Partnership

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 25 AM 10:57

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law, as set forth in Section 620.108 of the Florida Statutes, hereby state the following:

1. The name of the Partnership is MWM FAMILY LTD., a Florida Limited Partnership.
2. The name and address of the Agent for service of process on the Partnership is Michael W. McKinney, 4382 Longchamp Dr., Sarasota, FL 34235.
3. The name and business address of the General Partner is:

MICHAEL W. McKINNEY and BARBARA L. McKINNEY,
Husband and Wife, as Tenants by the Entirety
4382 Longchamp Dr.
Sarasota, FL 34235
4. The mailing address of the Partnership is 4382 Longchamp Dr., Sarasota, FL 34235
5. The latest date upon which the Partnership shall dissolve is December 31, 2027.
6. The effective date of this Certificate of Limited Partnership shall be upon filing with the State of Florida, Department of State.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of MWM FAMILY LTD. , a Florida Limited Partnership on February 1998.

MICHAEL W. McKINNEY and BARBARA L. McKINNEY, Husband and Wife, as Tenants by the Entirety, GENERAL PARTNER:

By:



MICHAEL W. McKINNEY

By:


BARBARA L. McKINNEY

Witnesses:

Address:


Robert W. Browning, Jr.

1800 Second St., Ste 888
Sarasota, FL 34236


Laura Lee Dezelski


1800 Second St., Ste 888
Sarasota, FL 34236

FILED
IN THE
OFFICE OF THE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FEB 25 1998
TALLAHASSEE, FL 32310-0001

ACCEPTANCE AND APPOINTMENT AS REGISTERED AGENT

Having been named as Statutory Registered Agent for the MWM FAMILY LTD., a Florida Limited Partnership, in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

REGISTERED AGENT:



Michael W. McKinney

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 25 AM 10:57

AFFIDAVIT OF CAPITAL CONTRIBUTION
FOR FLORIDA LIMITED PARTNERSHIP

FILED STATE
SECRETARY OF CORPORATIONS
98 FEB 25 AM 10:57

The undersigned, constituting all of the general partners of the MWM FAMILY LTD a Florida Limited Partnership, certify:

The amount of capital contributed to date of the limited partners is \$ 9,702,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 9,702,000.

Signed this 24th day of February, 1998.

FURTHER AFFIANTS SAYETH NOT.

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

MICHAEL W. McKINNEY and BARBARA L. McKINNEY, Husband and Wife, as Tenants by the Entirety, GENERAL PARTNER:

By: _____

MICHAEL W. McKINNEY

By: _____

BARBARA L. McKINNEY