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JOSEPH A. MORRISON
ATTORNEY AT LAW

3500 SOUTH FLORIDA AVENUE - SUITE 3
LAKELAND, FLORIDA 33803

TELEPHONE (941) 644-3399
FAX (941) 644-2921

March 4, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

000002448910--6
-03/06/98--01019--002
*****35.00 *****35.00

RE: PEOPLES TITLE OF SARASOTA, LTD.

000002448910--6
-03/06/98--01019--003
*****8.75 *****8.75

Dear Sir/Madam:

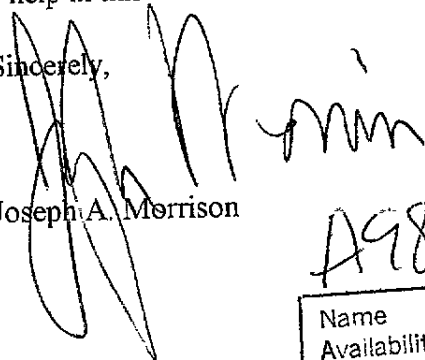
Enclosed for filing are the following:

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-03/06/98--01019--004
*****358.75 *****358.75

1. Original Certificate of Limited Partnership, with one copy thereof,
2. Original Affidavit of Capital Contributions, and one copy thereof,
3. Certificate Designating Place Of Business Or Domicile For The Service Of Process Within This State, Naming Agent Upon Whom Process May Be Served,
4. Return envelope, and
5. Checks made payable to Department of State in the amount of \$402.50.

After these documents have been filed, please return a certified copy to me in the enclosed return envelope. Thank you for your help in this matter.

Sincerely,


Joseph A. Morrison

JAM/jh

Enclosure

cc: Cathy Morrison
Brian Sheesley

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Document Examiner	al
Updater	al
Updater Verifier	al
Acknowledgment	al
V. P. Verifier	al

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MAR 10 1998
TALLAHASSEE
FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PEOPLES TITLE OF SARASOTA, LTD.**

KNOW THAT, Consolidated Real Estate Network, Corp., a Florida corporation, having an address at 1232 Pleasant Place, Lakeland, Florida 33810, ("General Partner"), and David Snyder, having an address at 6923 Riversedge Street Circle, Bradenton, Florida 34202, , Derek Nelson, having an address at 6103 Sonesta Court, Bradenton, Florida 34202, , and Chris McDevitt, having an address at 535 McKinley Drive, Sarasota, Florida 34236, (collectively hereinafter referred to as "Limited Partners").

DO HEREBY CERTIFY THAT:

1. The name of the Partnership is "Peoples Title of Sarasota, Ltd."
2. The character of the business of the Partnership is to own and operate a full service title insurance business serving Manatee, Sarasota and Charlotte Counties, pursuant to which the Partnership is empowered to incur indebtedness, secured and unsecured; to enter into and perform contracts and agreements of any kind necessary to, in connection with or incidental to the business of the Partnership; and to carry on any other activities necessary to, in connection with or incidental to the foregoing, as the General Partner in its discretion may deem desirable.
3. The location of the principal place of business of the Partnership is 1232 Pleasant Place, Lakeland, Florida 33810. The General Partner is the agent of the Partnership for the service of process at said address.
4. The Partnership hereby designates Joseph A. Morrison, whose post office address is 3500 South Florida Avenue, Lakeland, Florida 33803, as the Registered Agent of the Partnership for the service of process.
5. The name and address of the General Partner are: Consolidated Real Estate Network, Corp., a Florida corporation, having an address at 1232 Pleasant Place, Lakeland, Florida 33810 ("General Partner"). The names and addresses of the Limited Partners are: David Snyder, having an address at 6923 Riversedge Street Circle, Bradenton, Florida 34202, , Derek Nelson, having an address at 6103 Sonesta Court, Bradenton, Florida 34202, , and Chris McDevitt, having an address at 535 McKinley Drive, Sarasota, Florida 34236, (collectively hereinafter referred to as "Limited Partners").

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6. Each of the Limited Partners has contributed to the capital of the Partnership the amount set forth opposite his name below:

David Snyder -- \$15,000.00
Derek Nelson -- \$15,000.00
Chris McDevitt -- \$15,000.00

7. No additional contributions have been agreed to be made by the Limited Partners.

8. As used in the Limited Partnership Agreement, the term "Partners' Percentage Interests" means the percentages set forth opposite the name of each Partner below:

General Partner -- Percentage Interest

Consolidated Real Estate Network, Corp. -- 60% percent

Limited Partners -- Percentage Interest

David Snyder -- 13.33% percent
Derek Nelson -- 13.33% percent
Chris McDevitt -- 13.33% percent

During each fiscal year, the net profits and net losses of the Partnership and each item of income, gain, loss, deduction or credit entering into the computation thereof, shall be credited or charged, as the case may be, to the capital accounts of each Partner in proportion to the Partners' Percentage Interests.

The cash receipts of the Partnership shall be applied in the following order of priority: (a) to the payment by the Partnership of amounts due on debts and liabilities of the Partnership other than to any Partner, and operating expenses of the Partnership; (b) to the payment of interest and amortization due on any loan made to the Partnership by any Partner; (c) to the establishment of cash reserved determined by the General Partner to be necessary or appropriate, including without limitation reserves for the operation of the Partnership's business, taxes and contingencies; and (d) to the repayment of any loans made to the Partnership by any Partner. Thereafter, the cash receipts of the Partnership shall be distributed among the Partners as provided in the Limited Partnership Agreement.

Except as otherwise provided in the Limited Partnership Agreement or required by law, distributions of cash receipts of the Partnership, other than from capital transactions, shall be allocated among the Partners in proportion to the Partners' Percentage Interests.

9. The contributions of the Limited Partners are to be returned upon the dissolution of the Partnership, to the extent the Partnership has funds available therefor, or, subject to the limitations imposed by law, at such earlier time as may be determined by the General Partner in accordance with the Limited Partnership Agreement.

10. No Limited Partner is given any right to demand or receive property other than cash in return of his capital contribution, provided, however, that in the event of the liquidation of the Partnership there may be distributed property of the Partnership in kind to the Limited Partners in return for their capital contributions, as is more particularly set forth in the Limited Partnership Agreement.

11. No Limited Partner has the right to substitute an assignee as a Limited Partner in his place except with the consent of the General Partner and in accordance with the terms and conditions of the Limited Partnership Agreement.

11. The General Partner has not been given the right to admit additional Limited Partners into the Partnership.

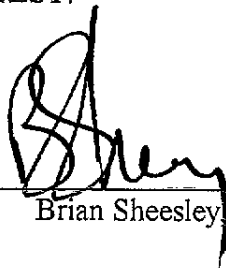
12. The term of Partnership shall continue until December 31, 2020, unless sooner terminated pursuant to the terms and conditions of the Limited Partnership Agreement. The Partnership shall terminate upon the occurrence of any of the following: the disposition of all or substantially of the assets of the Partnership; the decision of the General Partner with the consent of the Limited Partners holding a majority in interest of the Limited Partners' interests hereunder; or any other event which pursuant to the Limited Partnership Agreement shall cause a termination of the Partnership.

IN WITNESS WHEREOF, the parties hereto have executed this Certificate on January 31, 1998.

CONSOLIDATED REAL ESTATE
NETWORK, CORP., GENERAL
PARTNER

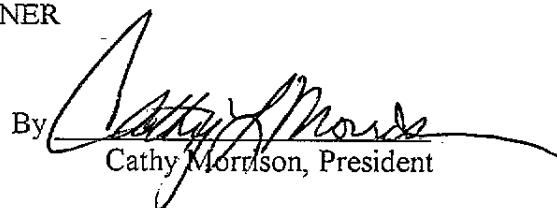
ATTEST:

By



Brian Sheesley, Secretary

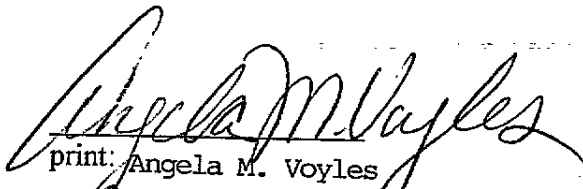
By

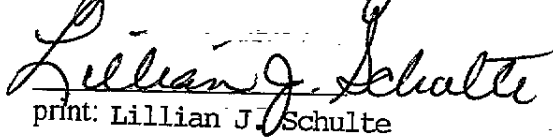


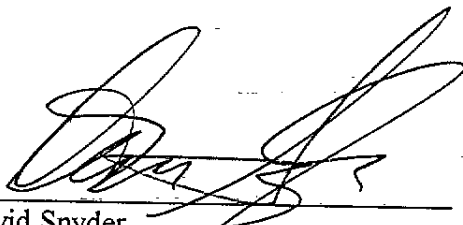
Cathy Morrison, President

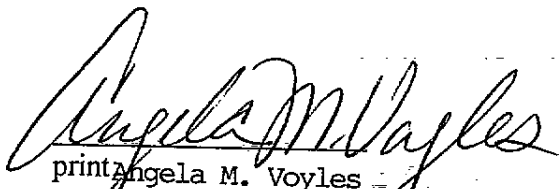
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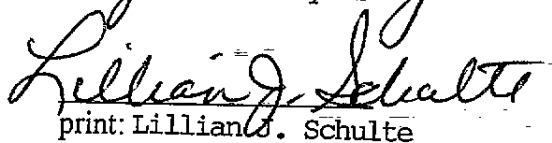
In the presence of:

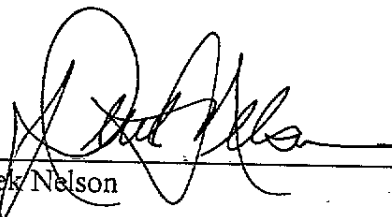

print: Angela M. Voyles

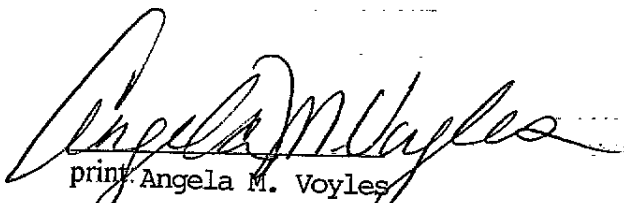

print: Lillian J. Schulte

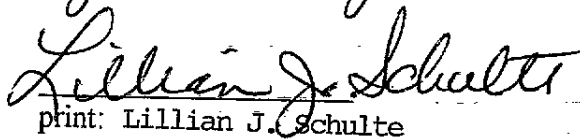

David Snyder


print: Angela M. Voyles


print: Lillian J. Schulte


Derek Nelson


print: Angela M. Voyles


print: Lillian J. Schulte

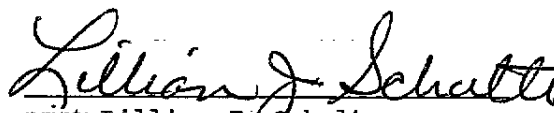

Chris McDevitt

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STATE OF FLORIDA)
) SS.:
COUNTY OF Polk)

The foregoing instrument was acknowledged before me on the 31 day of January, 1998, by Cathy Morrison, to me known, who being duly sworn, did depose and say and did acknowledge that she is the President of Consolidated Real Estate Network, Corp., the corporation described in and which executed the foregoing Certificate; that she knows the seal of said corporation; that the seal affixed to said Certificate is such corporate seal; that it was so affixed by the order of the board of directors of the said corporation; and that she signed her name thereto by like order. She X is personally known to me, or ___ produced the following type of identification:


print: Lillian J. Schulte
Notary Public

My commission expires on



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STATE
FLORIDA

STATE OF FLORIDA)
) SS.:
COUNTY OF Polk)

The foregoing instrument was acknowledged before me on the 31 day of January, 1998, by David Snyder. David Snyder is personally known to me, or produced the following type of identification: drivers license



Lillian J. Schulte
print: Lillian J. Schulte
Notary Public

My commission expires on:

(Seal)

STATE OF FLORIDA)
) SS.:
COUNTY OF Polk)

The foregoing instrument was acknowledged before me on the 31 day of January, 1998, by Derek Nelson. Derek Nelson is personally known to me, or produced the following type of identification: drivers license

Lillian J. Schulte
print: Lillian J. Schulte
Notary Public

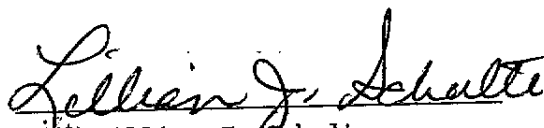
My commission expires on



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STATE
FLORIDA

STATE OF FLORIDA)
) SS.:
COUNTY OF Polk)

The foregoing instrument was acknowledged before me on the 31 day of January, 1998, by Chris McDevitt. Chris McDevitt is personally known to me, or produced the following type of identification: drivers license


print: Lillian J. Schulte
Notary Public

My commission expires on



LILLIAN J. SCHULTE
COMMISSION # CC 674061
EXPIRES AUG 21, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

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STATE
OF FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

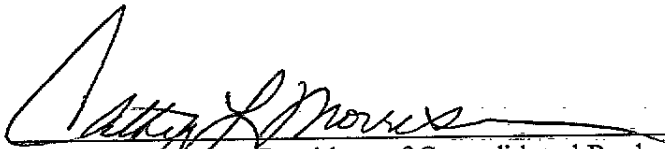
The undersigned, as President of Consolidated Real Estate Services, Corp., constituting the sole general partner of Peoples Title of Sarasota, Ltd., a Florida Limited Partnership, certifies as follows:

The amount of capital contributions to date of the limited partners is \$ 45,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 45,000.00.

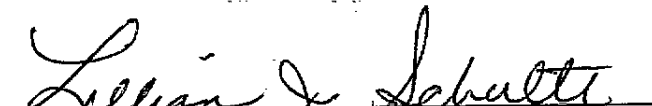
FURTHER AFFIANT SAYETH NOT.

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


Cathy Morrison, as President of Consolidated Real Estate Network, Corp., General Partner

This 31st day of January, 1998.

SWORN TO AND SUBSCRIBED before me by Cathy Morrison, as President of Consolidated Real Estate Network, Corp., General Partner, who is personally known to me or who produced _____ as identification, and who did take an oath, on the 31 day January, 1998.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:
(affix notarial seal)

Lillian J. Schulte



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SECRETARY OF STATE

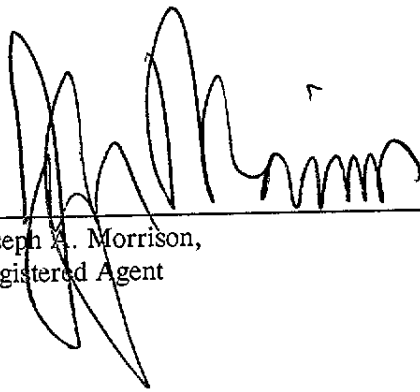
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That PEOPLES TITLE OF SARASOTA, LTD., with its principal office, as indicated in the Certificate of Limited Partnership, at the City of Lakeland, County of Polk, State of Florida, has named Joseph A. Morrison, Esq. located at 3500 South Florida Avenue, Suite 3, Lakeland, Florida 33803, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated limited partnership, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office.



Joseph A. Morrison,
Registered Agent

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SECRETARY OF STATE
FLORIDA