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DAVID A. GREENE
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PROFESSIONAL ASSOCIATION
4740 CLEVELAND HEIGHTS BOULEVARD
POST OFFICE BOX 6559
LAKELAND, FLORIDA 33807-6559
(941) 647-5337
FAX NO. (941) 647-5012

OF COUNSEL
GEORGE A. BODE
REGISTERED PATENT ATTORNEY
ADMITTED IN FLORIDA, LOUISIANA
AND NEW JERSEY

March 11, 1998

Department of State
Division of Corporations
409 East Gaines Street
Post Office Box 6327
Tallahassee, FL 32399

300002457283--4
-03/13/98--01117--003
****157.50 ****157.50

Re: KKS Limited Partnership

Dear Sir or Madam:

Enclosed is an original and one executed copy of the Affidavit of Capital Contributions, Certificate of Limited Partnership and Notice Designating Resident Agent and Registered Office of KKS Limited Partnership. Please approve and file the original and return a filed copy to me.

Also enclosed is my firm's check payable to you for your charges as follows:

Filing Fee	\$ 70.00
Registered Agent	\$ 35.00
Certified Copy	\$ 52.50

TOTAL FEES \$157.50

FILED
98 MAR 13 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please let us know if anything further is required.

Sincerely,

Timothy F. Campbell

TFC/sjp
Enclosures

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Name	
Availability	
Document Examiner	JE
Updater	JE
Updater Verifier	JE
Acknowledgment	JE
W. P. Verifier	JE

**CERTIFICATE OF LIMITED PARTNERSHIP OF
KKS DEVELOPMENT LIMITED PARTNERSHIP
A Florida limited partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is KKS DEVELOPMENT LIMITED PARTNERSHIP.
2. The address of the office of the Partnership is 4740 Cleveland Heights Blvd., Lakeland, Florida 33813 .
3. The name and address of the agent for service of process on the Partnership are Timothy Campbell, Esquire, 4740 Cleveland Heights Boulevard, Lakeland, Florida 33813.
4. The name and business address of the general partner is Howard J. Kaplan, 1310 Louisville-Clemmons Road, Louisville, North Carolina 27023.
5. The mailing address of the Partnership is Post Office Box 609, Louisville, North Carolina 27023.
6. The latest date upon which the Partnership shall dissolve is December 31, 2050.

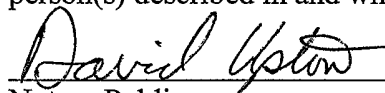
IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the General Partner of KKS DEVELOPMENT LIMITED PARTNERSHIP this 9th day of March, 1998.

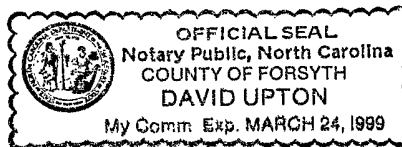
GENERAL PARTNER:


HOWARD J. KAPLAN

STATE OF North Carolina
COUNTY OF Forsyth

SWORN TO Before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared HOWARD J. KAPLAN, to me personally known or known to me by evidence of identification of _____ to be the person(s) described in and who executed the foregoing instrument.


Notary Public
My Commission Expires: 3/24/99



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SECRETARY OF STATE
FLORIDA

NOTICE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

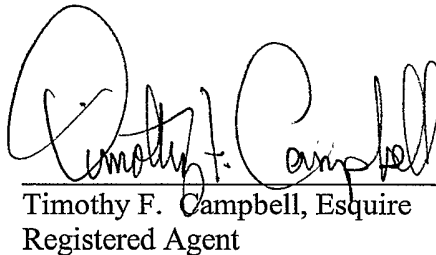
Pursuant to Section 620.192 Florida Statutes, the following is submitted, in compliance with the Florida Revised Uniform Limited Partnership Act:

That KKS DEVELOPMENT LIMITED PARTNERSHIP, desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Certificate of Limited Partnership, at the City of Lakeland, County of Polk, State of Florida, has named Timothy F. Campbell, Esquire, located at 4740 Cleveland Heights Blvd., Lakeland, Polk County, Florida, as its agent to accept service of process within this state.


Howard J. Kaplan, General Partner

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, 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. I am familiar with and accept the obligations of Florida Statutes, 620.192.


Timothy F. Campbell, Esquire
Registered Agent

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SECRETARY OF STATE
FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF
KKS DEVELOPMENT LIMITED PARTNERSHIP**

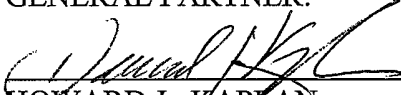
STATE OF NORTH CAROLINA
COUNTY OF FORSYTH

BEFORE ME, the undersigned authority, personally appeared, HOWARD J. KAPLAN, general partner of KKS DEVELOPMENT LIMITED PARTNERSHIP, (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, Ten Thousand and 00/100 (\$ 10,000.00) Dollars.
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

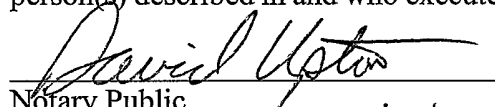
Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

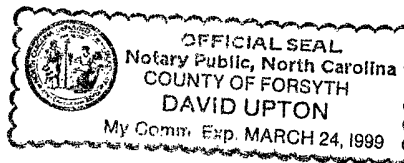


HOWARD J. KAPLAN

SWORN TO Before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared HOWARD J. KAPLAN to me personally known or known to me by evidence of identification of _____ to be the person(s) described in and who executed the foregoing instrument on this 9th day of March, 1998.



Notary Public
My Commission Expires: 3/24/99



J:\KKS\PARTNERS.LTD\AFFIDAVIL.LTD

FILED
98 MAR 13 PM 4:00
SECRETARY OF STATE
TAMARA M. HARRIS