

A98000000694

Richard A. Randall CPA PC

Asset Protection
Federal Tax Planning
Business Structuring
IRS Litigation

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Secretary of State
Corporate Division
409 E. Gaines Street
Tallahassee, FL 32399

200002437722--6
-02/23/98--01075--008
****105.00 *****52.50

Re: Certificates of Limited Partnership

To Whom It May Concern:

Please find two copies of the enclosed Certificates of Limited Partnership with attached filing fees of \$52.50 each for:

B. H. FAMILY LIMITED PARTNERSHIP

R.S.L. FAMILY LIMITED PARTNERSHIP

Please return the file stamped copy to:

R. A. RANDALL CPA
2717 SEVILLE BLVD.
SUITE # 5210
CLEARWATER, FL 33764

200002437722--6
-03/17/98--01031--002
*****70.00 *****35.00

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DIVISION OF CORPORATIONS
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Yours truly,

R. A. Randall

Name Availability	2/23/98 R. A. RANDALL CPA
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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muncie, indiana / tampa, florida

C. TAX _____
FILING _____ 35.00
F. AGENT FEE _____
C. SERV _____
F. A _____
N. CASH _____
BALANCE DUE _____
REFUND _____

(Cora Hip)

4980000004202

Tc
\$900.00



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 25, 1998

R.A. RANDALL, CPA
2717 SEVILLE BLVD., SUITE #5210
CLEARWATER, FL 33764

SUBJECT: R.S.L. FAMILY LIMITED PARTNERSHIP
Ref. Number: W98000004202

We have received your document for R.S.L. FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the document has not been filed and is being retained in this office for the following:

We need an additional filing fee of \$35.00 to be able to file this limited partnership. If you want a certified copy we will need an additional \$87.50 (total).

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 398A00010643

CERTIFICATE OF LIMITED PARTNERSHIP
R.S.L. FAMILY LIMITED PARTNERSHIP

A FLORIDA LIMITED PARTNERSHIP

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CERTIFICATE OF LIMITED PARTNERSHIP

R.S.L. FAMILY

LIMITED PARTNERSHIP

A FLORIDA LIMITED PARTNERSHIP

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act Section 620.108 et seq., the undersigned parties hereto do hereby certify that an Agreement was made effective on March 1, 1998 at the address of the office at which the records are kept required by Section 620.105:

829 – B East Gulf Blvd.; Indian Rocks Beach, Florida 34635

by the following, herein called "General Partner":

Riverson S. Leonard, Jr.

and by the following hereinafter referred to as "Limited Partners":

Riverson S. Leonard, Jr.
Steven H. Klein

WITNESSETH:

The parties hereto, on the date described above, formed a Limited Partnership pursuant to the provisions of the Florida State Limited Partnership Act.

1. Name. The name of this Limited Partnership is

R.S.L. FAMILY LIMITED PARTNERSHIP

2. Business. The general character of the Partnership business shall be to make a profit, increase the wealth and provide a means for the Partners to become knowledgeable of, manage, and preserve Partnership assets, to engage in a general investment business and to engage in SUCH OTHER BUSINESSES as the Partners shall determine from time to time as outline in detail in the Partnership Agreement.

3. Principal Place of Business and Mailing Address. The location of the principle place of business and the mailing address of the Partnership is

829 – B East Gulf Blvd.; Indian Rocks Beach, Florida 34635

4. Registered Agent. The registered agent for service for this Limited Partnership is

Riverson S. Leonard, Jr.
829 – B East Gulf Blvd.; Indian Rocks Beach, Florida 34635

His signature below is acceptance of this registered agent designation.

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5. The Partners. The General and Limited Partners of this Limited Partnership are as follows:

GENERAL PARTNER

Riverson S. Leonard, Jr.
829 - B East Gulf Blvd.; Indian Rocks Beach, Florida 34635

LIMITED PARTNERS / PLACE OF RESIDENCE

Riverson S. Leonard, Jr.
829 - B East Gulf Blvd.; Indian Rocks Beach, Florida 34635

Steven H. Klein
601 Soundview Drive; Palm Harbor, Florida 34683

6. Term. The Partnership shall begin on March 1, 1998 and shall continue for twenty-five years (25) years thereafter unless sooner dissolved by law or by agreement of the parties hereto or unless extended by majority agrees of the Partners.

7. Additional Contributions. No additional contributions of the Limited Partners have been agreed upon. A majority agreement of all Partners will permit additional contributions.

8. Return of Contributions. No Limited Partner shall be entitled to withdraw or demand the return of any part of his capital contribution except upon dissolution of the partnership.

9. Profits. All annual net profits of the Partnership shall be divided among the General and Limited Partners in the same proportions as the Partner's then capital interest accounts, unless retained for the Partnership investment and business activities.

10. Assignments. A Limited Partner shall have the right to sell his interest in the Partnership acting through the guardian, but only after such Limited Partner gives to the Partnership a 120-day opportunity to purchase such interest, as explained in detail by the Partnership Agreement.

11. Additional Limited Partners. The General Partner may admit additional Limited Partners.

12. Priority Among Limited Partners. There is no priority of one Limited Partner over another as to the contributions or compensation by way of income.

13. Continuance of Business. Upon the death, retirement or insanity of the surviving General Partner, the Partnership shall dissolve unless continued by the remaining Partners and selecting when necessary a new General Partner. If the last surviving or serving General Partner has died, retired and/or become insane, then the Limited Partners may elect to continue the Partnership by selecting a new General Partner.

14. Property Other Than Cash. A Limited Partner may not demand property other than cash in return for his contribution.

15. Amount of Cash and Agreed Value and Description of Other Property Contributed. The Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A" attached hereto, with an agreed value of at least \$ 1,000.00.

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<u>PARTNERS</u>	<u>PERCENTAGE</u> <u>INTEREST</u>		<u>CONTRIBUTION</u>
Riverson S. Leonard, Jr.	5.0 %	G.P. }	Cash
Riverson S. Leonard, Jr.	94.0 %	L.P. }	Cash
Steven H. Klein	1.0 %	L.P.	Cash

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SCHEDULE "A"

Attached to the R.S.L. FAMILY LIMITED PARTNERSHIP dated March 1, 1998

The following subject to the encumbrances owed thereon to-wit:

SCHEDULE ATTACHED

The above-described personal or real property or equity therein is hereby conveyed to said

R.S.L. FAMILY LIMITED PARTNERSHIP

with Grantor retaining the obligation to personally pay all obligations thereon if any presently exist.

RIVERSON S. LEONARD, JR.

GENERAL PARTNER

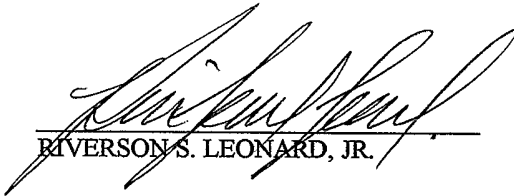
RIVERSON S. LEONARD, JR.

{ LIMITED PARTNER

STEVEN H. KLEIN

{


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RIVERSON S. LEONARD, JR.

STATE OF FLORIDA)
COUNTY OF PINELLAS) SS.

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03/2001

On the 18th day of FEBRUARY, 1998, the above listed partners, personally, or by representation, appeared before me. The signers of the within instrument, who duly acknowledged to me that they executed the same.

 Nickesh Patel
My Commission CC693636
Expires November 3, 2001


Notary Public
Residing at: SOUTHTRUST BANK
CLEARWATER, FL

My commission expires: NOV 3rd 2001

NICKESH. PATEL
Printed

SCHEDULE ATTACHEMENT
CERTIFICATE OF LIMITED PARTNERSHIP

INITIAL CONTRIBUTION TO CAPITAL OF PARTNERS

R.S.L. FAMILY LIMITED PARTNERSHIP

<u>PARTNERS</u>	<u>CONTRIBUTION</u>
General Partner:	
RIVERSON S. LEONARD, JR.	\$ 100.00
Limited Partners:	
RIVERSON S. LEONARD, JR.	\$ 850.00
STEVEN H. KLEIN	50.00
Total	<u>\$ 1,000.00</u>

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