

A98000001282
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ATTORNEYS AND COUNSELORS AT LAW

**JAMES L. CHASE
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Reply to:
101 East Government Street
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Phone: 850-434-3601
Fax: 850-434-3708
e-mail: cqmpa@gulf.net

May 21, 1998

Branch Office
Perdido Key, FL
850-492-4770

VIA OVERNIGHT MAIL

700002533837-0
-05/22/98 -01093 -022
***1837.50 ***1837.50

Corporate Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301
Attention: Filing Section

**Re: Filing of Certificate of Limited Partnership of Quietwater Limited
Partnership; account no. 106764A**

TO WHOM IT MAY CONCERN:

Please walk through the filing of the enclosed Certificate of Limited Partnership of Quietwater Limited Partnership with the Secretary of State and fax me back confirmation of the filing thereof. I have also enclosed a check in the amount of \$1,837.50 payable to the Secretary of State for the filing fees (\$52.50 for a certified copy, \$1,750 filing fee, and \$35 for Designation of Resident Agent).

You may bill this firm's account with your company, account number 106764A, for your services.

Please call me if you have any questions or need any further information.

Sincerely,

JLC 5/23/98
JAMES L. CHASE

JLC/kpm
Enclosures
cc: Edward S. Butts (w/o encl.)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 22 PM 1:12

**CERTIFICATE OF LIMITED PARTNERSHIP
OF QUIETWATER LIMITED PARTNERSHIP**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 22 PM 1:16

1. The name of the Florida Limited Partnership to be formed is Quietwater Limited Partnership
2. Quietwater Limited Partnership shall come into existence on May 21, 1998.
3. The business address of Quietwater Limited Partnership is 1101 Gulf Breeze Parkway, Box 64, Gulf Breeze, Florida 32561.
4. The name and address of the Registered Agent for Quietwater Limited Partnership is James L. Chase, 101 East Government Street, Pensacola, Florida 32501.
5. The mailing address of Quietwater Limited Partnership is 1101 Gulf Breeze Parkway, Box 64, Gulf Breeze, Florida 32561.
6. The latest date upon which the limited partnership is to be dissolved is May 21, 2048.
7. The name and business address of the sole general partner of Quietwater Limited Partnership is Quietwater Capital Management, Inc., 1101 Gulf Breeze Parkway, Box 64, Gulf Breeze, Florida 32561. *pq7000102341*
8. The acceptance of designation as registered agent for service of process of Quietwater Limited Partnership is attached hereto as Exhibit "A."
9. An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners of Quietwater Limited Partnership is attached hereto as Exhibit "B."

Signed this 21st day of May, 1998.

GENERAL PARTNER:
QUIETWATER CAPITAL MANAGEMENT, INC.

BY: 
EDWARD S. BUTTS, As President of
Quietwater Capital Management, Inc.

EXHIBIT "A"

**ACCEPTANCE OF DESIGNATION AS
REGISTERED AGENT FOR
QUIETWATER LIMITED PARTNERSHIP**

Having been named as the registered agent to accept service of process for Quietwater Limited Partnership, at the location designated in the Certificate of Limited Partnership, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

BY: 

JAMES L. CHASE, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 22 PM 1:16

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 22 PM 1:16

EXHIBIT "B"

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS TO
QUIETWATER LIMITED PARTNERSHIP**

BEFORE ME, the undersigned, constituting the sole general partner of Quietwater Limited Partnership, a Florida Limited Partnership, hereby certifies as follows:

1. The amount of capital contributions to date of the limited partners to Quietwater Limited Partnership is \$0.
2. The total amount contributed and anticipated to be contributed by the limited partners of Quietwater Limited Partnership at this time totals \$4,201,141.47.

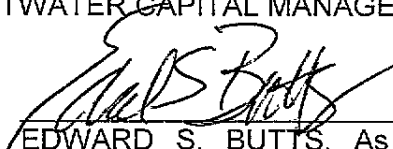
Signed this 21st day of May, 1998.

FURTHER AFFIANT SAYETH NOT.

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

QUIETWATER CAPITAL MANAGEMENT, INC.

BY:

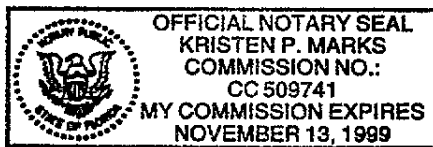


EDWARD S. BUTTS, As President of
Quietwater Capital Management, Inc., sole
general partner of Quietwater Limited
Partnership

STATE OF FLORIDA
COUNTY OF ESCAMBIA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 22 PM 1:08

The foregoing instrument was acknowledged before me on this 21st day of May, 1998,
by EDWARD S. BUTTS, as President of Quietwater Capital Management, Inc., who personally
appeared before me.



Kristen P. Marks
NOTARY PUBLIC

(typed or printed name)

My Commission Expires: _____

My Commission No.: _____

☒ Personally known; or ☐ Produced identification

Type of identification produced: _____