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ROBERT B. COOK, P.A.
Attorney at Law
119 U.S. HIGHWAY ONE
NORTH PALM BEACH, FLORIDA 33408-2860
(561) 627-8766
FAX 627-8299

February 5, 1998

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: RLSJ, Ltd.

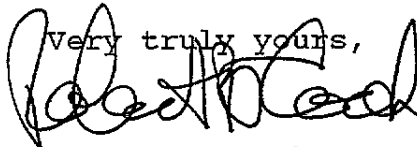
To Whom It May Concern:

Please find enclosed a Certificate of Limited Partnership
and Affidavit of Capital Contributions for RLSJ, Ltd. ^{CM}

Also enclosed is our check in the amount of \$140.00.
Please provide the undersigned with a certified copy of the
Certificate of Limited Partnership.

Should you have any questions, please do not hesitate to
contact me.

Very truly yours,



Robert B. Cook

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~~1008-3589~~

RBC:rj
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY 26 AM 10:13

FILED

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****140.00 ****140.00



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 19, 1998

ROBERT B. COOK, P.A.
ATTORNEY AT LAW
11911 U.S. HIGHWAY ONE
NORTH PALM BEACH, FL 33408-2860

SUBJECT: RLSJ, LTD.
Ref. Number: W98000003764

FILED
98 MAY 26 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for RLSJ, LTD. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 198A00009707



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 19, 1998

ROBERT B. COOK, P.A.
ATTORNEY AT LAW
11911 U.S. HIGHWAY ONE
NORTH PALM BEACH, FL 33408-2860

SUBJECT: SOMERSET CREAMERY, LTD.
Ref. Number: W98000003764

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 MAY 26 AM 10:14
FILED

We have received your document for SOMERSET CREAMERY, LTD. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 598A00014809

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SOMERSET CREAMERY, LTD.**

The undersigned persons hereby form a Limited Partnership under the provisions Section 620.108, Florida Statutes, and state as follows:

**ARTICLE I
NAME, MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS
ADDRESS OF LIMITED PARTNERSHIP**

The name under which this Limited Partnership will operate is **SOMERSET CREAMERY, LTD.**, and its principal place of business and its mailing address in Florida is at 11911 U.S. Highway One, Suite 201, North Palm Beach, FL 33408.

**ARTICLE II
AGENT FOR SERVICE OF PROCESS**

The name and address of the office and name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes is:

Robert B. Cook
Robert B. Cook, P. A.
11911 U. S. Highway One, Suite 201
North Palm Beach, FL 33408

**ARTICLE III
GENERAL PARTNER**

The name and address of the sole General Partner is:

Leslie A. Cook Revocable Trust
w/d/o August 31, 1992
11911 U. S. Highway One, Suite 201
North Palm Beach, FL 33408

**ARTICLE IV
EXISTENCE OF PARTNERSHIP**

This Limited Partnership shall remain in existence for a period of 25 years from and after its formation.

FILED
98 MAY 26 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V
AMENDMENT

This Certificate of Limited Partnership may be amended, altered, changed, or repealed by the affirmative vote of a majority of the partners, at a partners meeting called for that purpose.

Dated: This 10th day of March, 1998.

Leslie A. Cook Revocable Trust
U/d/o August 31, 1992

Leslie A. Cook
Leslie A. Cook, as Trustee

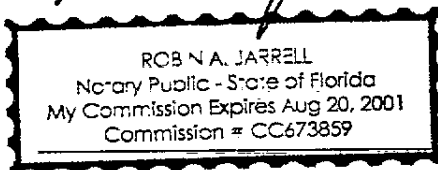
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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Certificate of Limited Partnership were sworn to and acknowledged before me this 10th day of March, 1998, by Leslie A. Cook, as Trustee of the Leslie A. Cook Revocable Trust, u/d/o August 31, 1992, who is personally known to me, or who has produced a Florida driver's license as identification.

Robin A. Jarrell

Notary Public, Commission No. _____



_____, Name of Notary (typed, printed or stamped)

**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 §§48.091(1) and 620.105, Florida Statutes, the following is submitted in compliance thereof:

That **SOMERSET CREAMERY, LTD**, desiring to organize under the laws of the State of Florida, designates the name and address of its registered agent to accept service of process within this State as follows:

ROBERT B. COOK, ESQUIRE
11911 U.S. Highway One, Suite 201
North Palm Beach, FL 33408

ACKNOWLEDGMENT:

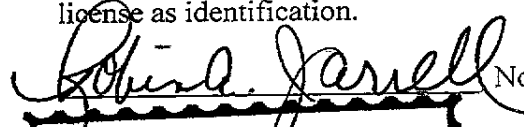
Having been named to accept service of process for the above-stated limited liability company, at the above-stated address in this State, I hereby accept to act in this capacity, and am familiar with the obligations imposed by law and agree to comply with the provisions of said statute relative to keeping the premises open from 10:00 a.m. to noon each day, except Saturdays, Sundays, and legal holidays, and to post therein a sign designating the name of the Limited Partnership and the name of its registered agent.

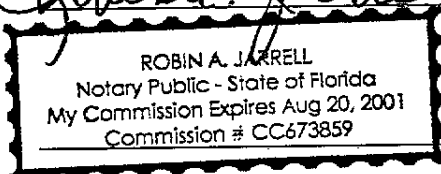
BY: 

Robert B. Cook

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10th day of March, 1998, by Robert B. Cook, who is personally known to me or who has produced a Florida driver's license as identification.

 Notary Public, Commission No. _____



_____, Name of Notary typed, printed or stamped

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY 26 AM 10:14

FILED

AFFIDAVIT OF GENERAL PARTNER

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned notary public, personally appeared Leslie A. Cook, as Trustee of the Leslie A. Cook Revocable Trust u/d/o August 31, 1992, as the sole General Partner of SOMERSET CREAMERY, LTD. (hereinafter referred to as the "Affiant"), who, having been first duly sworn according to law, deposes and says that:

1. The amount of capital contributions made to the Florida Limited Partnership known as SOMERSET CREAMERY, LTD. by the Limited Partners is \$1,000.

2. The amount of additional anticipated contributions to the capital of the Florida Limited Partnership known as SOMERSET CREAMERY, LTD. by the Limited Partners is \$1,000.

Further Affiant sayeth naught.

Leslie A. Cook Revocable Trust
u/d/o August 31, 1992

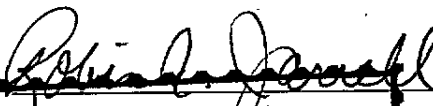


Leslie A. Cook, as Trustee

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98 MAY 26 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10th day of March, 1998 by Leslie A. Cook as Trustee of the Leslie A. Cook Irrevocable Trust u/d/o August 31, 1992, who is personally known to me or who has produced a Florida driver's license as identification.



ROBIN A. JARRELL
Notary Public - State of Florida
My Commission Expires Aug 20, 2001
Commission # CC673859

Notary Public, Commission No. _____

Name of Notary typed, printed or
stamped