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SMITH, GRIMSLEY, BAUMAN, PINKERTON,
PETERMANN, SAXER & WELLS

ATTORNEYS AND COUNSELORS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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June 19, 1998

* BOARD CERTIFIED CRIMINAL TRIAL LAWYER
** ALSO ADMITTED IN ALABAMA AND WYOMING

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100002568271--6

-06/22/98--01110--001

****262.50 ****262.50

RE: TWIN CITY PROPERTIES, LTD.

Gentlemen:

Enclosed are an original Certificate of Limited Partnership and an Affidavit of Capital Contributions for Florida Limited Partnership for the above referenced limited partnership. Also enclosed is a check in the amount of \$262.50 to cover the cost of filing (\$7.00 per \$1,000.00) Resident Agent Designation Fee and a certified copy of filing. Please return the certificate to this office.

If you have any questions, please do not hesitate to call.

Sincerely,

Nancy M. Shimet

Nancy M. Shimet
Legal Assistant to
RICHARD P. PETERMANN

/nms

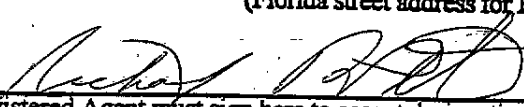
Enclosure

Name	<i>MGH</i>
Availability	<i>MGH</i>
Document Examiner	<i>MGH</i>
Updater	<i>MGH</i>
Updater Verifyer	<i>MGH</i>
Acknowledgement	<i>MGH</i>
W. P. Verifyer	<i>MGH</i>

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DIVISION OF CORPORATIONS
98 JUN 22 AM 11:01

A98-1527

CERTIFICATE OF LIMITED PARTNERSHIP

1. TWIN CITY PROPERTIES, LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 155 Crystal Beach Drive, Suite 101, Destin, Florida 32541
(Business address of Limited Partnership)
3. Richard P. Petermann
(Name of Registered Agent for Service of Process)
4. 25 NE Walter Martin Road, Fort Walton Beach, Florida 32548
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 155 Crystal Beach Drive, Suite 101, Destin, Florida 32541
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: Indefinite

8. Name(s) of general partner(s):
Advanced Coastal Construction
Management Corporation

Street address:
155 Crystal Beach Drive, Suite 101
Destin, Florida 32541

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

Signed this 12 day of May, 19 98

Signature of all general partners:

General Partner

General Partner

General Partner

ADVANCED COASTAL CONSTRUCTION
MANAGEMENT CORPORATION

By: 

Christopher H. Poate, President

General Partner

General Partner

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SECRETARY OF
CORPORATIONS
98 JUN 22 AM 1:01

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of _____

TWIN CITY PROPERTIES, LTD.

a Florida Limited Partnership, certify:

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DIVISION OF CORPORATIONS
98 JUN 22 AM 11:01

The amount of capital contributions to date of the limited partners is \$ 25,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 25,000.00

Signed this 12 day of May, 19 98

FURTHER AFFIANT SAYETH NOT.

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

ADVANCE COASTAL CONSTRUCTION
MANAGEMENT CORPORATION

By: _____

Chris Poate
Christopher H. Poate, President
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner