



A98000001541

ACCOUNT NO. : 072100000032

REFERENCE : 866309 4351925

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED STATE
SECRETARY OF CORPORATIONS
98 JUN 24 PM 3:11

ORDER DATE : June 23, 1998

ORDER TIME : 11:37 AM

ORDER NO. : 866309-010

CUSTOMER NO: 4351925

CUSTOMER: Frank J. Yong, Esq
CONE, YONG, STEWART & HOUSTON,
P.A.
P.O. Box 4550

Jacksonville, FL 32201

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-06/23/98--01073--007
***1837.50 ***1837.50

DOMESTIC FILING

NAME: GORDON-MILLS MILES LIMITED
PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

(5)

6/24/98

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98 JUN 23 PM 12:09
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 23, 1998

ROBERT MAXWELL
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: GORDON-MILLS MILES LIMITED PARTNERSHIP
Ref. Number: W98000014405

RESUBMIT

Please give original
submission date as file date.

We have received your document for GORDON-MILLS MILES LIMITED PARTNERSHIP and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

As discussed, Item 7 seems to indicate that \$2.5 million has been contributed, and another \$2.5 million is anticipated. But then it goes on to say that the TOTAL ANTICIPATED CONTRIBUTION AMOUNT is only \$2.5 million. Wouldn't it be \$5 million?????

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 298A00034537

98 JUN 24 PM 1:57
DIVISION OF CORPORATION

RECEIVED

**CERTIFICATE OF LIMITED PARTNERSHIP
AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

**OF
GORDON-MILLS MILES LIMITED PARTNERSHIP**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 24 PM 3:11

The undersigned general partner files this Certificate of Limited Partnership of Gordon-Mills Miles Limited Partnership. with the Florida Secretary of State pursuant to the requirements of Section 620.108 of the Florida Revised Uniform Limited Partnership Act (the "Act"), in order to form a Florida limited partnership.

.1. NAME. The name of the limited partnership is **GORDON-MILLS MILES LIMITED PARTNERSHIP.**

.2. Principal Place of Business And Mailing Address of The Office at Which The Records Required to Be Maintained by The Partnership Under The Act Are Kept Is: 77 Park Place, St. Augustine, Florida 32084.

.3. Registered Agent of The Limited Partnership Will Be: Davis Upchurch, Jr., 1510 North Ponce de Leon Boulevard, St. Augustine, Florida 32085

.4. Name And Address of The General Partner of The Partnership Are as Follows:

NAME

ADDRESS

RUDCARLIE, INC.

77 Park Place, St. Augustine, FL 32084

1980055477

.5. The Effective Date of This Limited Partnership Shall be: When this Certificate is filed with the Secretary of State.

.6. The Latest Date Upon Which The Limited Partnership Is to Be Dissolved And Its Affairs Wound up Will Be: December 31, 2040.

.7. Contributions And Anticipated Contributions of Limited Partners: The limited partners will make initial capital contributions for their partnership interest of 1,500,000.00 and it is anticipated that the limited partners may make additional capital contributions of up to 1,000,000.00. The total amount anticipated to be contributed by the limited partners is \$2,500,000.

.8. Affirmation. Each general partner hereby acknowledges that pursuant to the Act:

.8.1 The execution of this certificate by the general partner constitutes an affirmation under penalties of perjury that the facts stated herein are true;

.8.2 The general partner accepts the liability imposed by the Act on the general partner for a false statement contained in this certificate; and

.8.3 If, after the execution of this certificate a general partner knows that any arrangement or other fact described in this certificate has changed, making the statement inaccurate in any material respect, the general partner will forthwith cause this certificate to be canceled or amended, or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this 28th day of April, 1998.

Rudcarlie, Inc.

By: Rosalie Gordon-Mills
Rosalie Gordon-Mills, President
General Partner

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091 and 620.105 Florida Statutes, the following is submitted:

GORDON-MILLS MILES LIMITED PARTNERSHIP, desiring to organize or qualify under the laws of the State of Florida hereby designates Davis UpChurch, Jr. its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1510 North Ponce de Leon Boulevard, St. Augustine, Florida 32085.

DATED this 28th day of April, 1998.

RUDCARLIE, INC.

By Rosalie Gordon-Miles
Rosalie Gordon-Miles, President
General Partner

Having been named as registered agent to accept service of process for the above stated limited partnership, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 28th day of April, 1998.

Davis UpChurch, Jr.
Davis UpChurch, Jr., Resident Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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