



THE UNITED STATES
CORPORATION
COMPANY

A98000001558

ACCOUNT NO. : 072100000032

REFERENCE : 867838 6209A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 24, 1998

ORDER TIME : 9:44 AM

ORDER NO. : 867838-005

CUSTOMER NO: 6209A

CUSTOMER: H. John Feldman, Esq
CAUTHEN & FELDMAN

215 N. Joanna Avenue

Tavares, FL 32778-3200

DOMESTIC FILING

NAME: GREEN HOLDINGS, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 25 PM 4:03

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-06/24/98-01042-012
***1785.00 ***1785.00

(4)

BK 6/25/98

RECEIVED
98 JUN 24 AM 1:17
DIVISION OF CORPORATION

**CERTIFICATE OF
LIMITED PARTNERSHIP OF
GREEN HOLDINGS I, LTD.**

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The undersigned, constituting all of the general partners, hereby execute this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida.

1. **Name of Partnership.** The name of the Partnership shall be GREEN HOLDINGS I, LTD.

2. **Address of Recordkeeping Office; Agent for Service of Process.** The records to be kept pursuant to Florida Statute Section 620.106, shall be located at 31 Townhill Drive, Eustis, FL 32726, and the name of the Partnership's agent for service of process is Sibyl Griffin Green, and the address of the registered agent is 31 Townhill Drive, Eustis, FL 32726.

3. **Name and Business Address of the General Partners.**

(a) The name and address of the General Partners are:


<u>Name</u>	<u>Address</u>
SIBYL GRIFFIN GREEN, Trustee of the SIBYL GRIFFIN GREEN TRUST dated May 5, 1998	31 Townhill Drive Eustis, FL 32726
KERRY G. GREEN	8936 Brookshire Court Jacksonville, FL 32257
GREGORY M. GREEN	1134 Juniper Court Tavares, FL 32778

4. **Mailing Address for the Limited Partnership.** The mailing address for the Limited Partnership shall be 31 Townhill Drive, Eustis, FL 32726.

5. Term. The term for which the Partnership is to exist shall be from the filing of this Certificate in the Office of the Secretary of State of the State of Florida until the 31st day of December, 2048, unless sooner terminated in accordance with the Limited Partnership for GREEN HOLDINGS I, LTD.

DATED this 19th day of June, 1998.

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

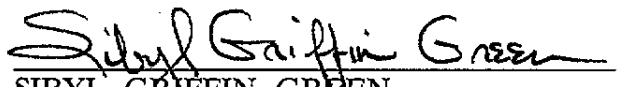

SIBYL GRIFFIN GREEN, Trustee of the
SIBYL GRIFFIN GREEN TRUST dated May
5, 1998, General Partner


KERRY G. GREEN, General Partner


GREGORY M. GREEN, General Partner

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Limited Partnership, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


SIBYL GRIFFIN GREEN

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting all of the general partners of GREEN HOLDINGS LTD., a Florida Limited Partnership, certify as follows:

1. To date, the amount of capital contribution of the limited partner is \$100.00.
2. The total amount contributed and anticipated to be contributed by the limited partner at this time totals \$4,950,000.00.

DATED this 19th day of June, 1998.

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


SIBYL GRIFFIN GREEN, Trustee of the SIBYL
GRIFFIN GREEN TRUST dated May 5, 1998,
General Partner


KERRY G. GREEN, General Partner


GREGORY M. GREEN, General Partner

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