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6000<u>0262780</u>6 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Certified Copy Pick Up Time Walk In Certificate of Status Mail Out RUSH Certificate of Good Standing Will Wait 18AUW44C34 ARTICLES ONLY Photocopy ALL CHARTER DOCS AMENDMENTS TELESCOP 经影NEW.FILINGS 三式 Amendment Profit Resignation of R.A. Officer/Director NonProfit Certificate of FICTITION Chance of Registered Agent Limited Liability Dissolution/Withdrawai Demestication FICTITIOUS NAME SEARCH CORP SEARCH Merger Other REGISTRATION/QUALIFICATION > OTHER FILINGS Annual Report Limited Parmership Fictious Name Reinstatement Name Reservation Trademark

CERTIFICATE OF LIMITED PARTNERSHIP OF

LEWALLEN INVESTMENT PARTNERSHIP, LTD.

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby state as follows:

- 1. The name of the partnership shall be Lewallen Investment Partnership, Ltd. (the "Partnership").
 - 2. The address of the office of the Partnership is:

741 37th Avenue Northeast St. Petersburg, Florida 33704

3. The name and address of the agent for service of process on the Partnership are as follows:

James E. Lewallen 741 37th Avenue Northeast St. Petersburg, Florida 33704

4. The name and business address of the General Partner are as follows:

NAME P970000-69940

ADDRESS

Lewallen Management Company

741 37th Avenue Northeast St. Petersburg, FL 33704

5. The mailing address of the Partnership is:

741 37th Avenue Northeast St. Petersburg, Florida 33704

- 6. The effective date of the Partnership shall be August 31, 1998.
- 7. The latest date upon which the Partnership shall dissolve is December 31, 2048, unless sooner terminated as provided in the

Limited Partnership Agreement of Lewallen Investment Partnersh Ltd., dated August 27, 1998, or by law.

The execution of this Certificate of Limited Partnership b the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.

IN WITNESS WHEREOF, the undersigned, constituting the sole General Partner of Lewallen Investment Partnership, Ltd. has executed this Certificate of Limited Partnership of Lewallen Investment Partnership, Ltd., on this 27th day of August, 1998.

GENERAL PARTNER:

COMPAN LEWALLEN MANAGEMENT

Lewallen

ACCEPTANCE OF APPOINTMENT\AS REGISTERED AGENT

The undersigned, having been named as Registered Agent for Florida Investment Partnership, Ltd., a. partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, hereby agrees to accept service of process for the Partnership and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of Registered Agent.

REGISTERED AGENT

130389

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole General Partner of Lewallen Investment Partnership, Ltd., a Florida limited partnership (the "Partnership"), state and certify as follows:

- 1. The amount of capital contributions to the Partnership made by the Limited Partners is Five Million and No/100 Dollars (\$5,000,000.00).
- 2. The amount of additional capital contributions anticipated to be contributed by the Limited Partners is Five Hundred Thousand and No/100 Dollars (\$500,000.00).

FURTHER AFFIANT SAYETH NOT.

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

DATED this 27th day of August, 1998.

GENERAL PARTNER:

Lewallen Investment Partnership, Ltd., a Florida limited partnership

By: Lewallen Management Company,

a Florida corporation,

General Partner

James E. Lewallen

President

130390