

A 98 00002437

DENNIS V. NYMARK, P.A.
Attorney at Law
110 S. Pablo Beach Boulevard
Sun City Center, FL 33573

Dennis V. Nymark

Phone: (813) 634-8447
Fax: (813) 634-8918

October 15, 1998

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

600002666616--8
-10/19/98--01042--011
***1750.00 ***1750.00

600002666616--8
-10/26/98--01113--003
3.00

RE: RED DOT, LTD., (a limited partnership)

Dear Sir:

Enclosed is an original and one copy of the Certificate of Limited Partnership for RED DOT, LTD., an original and one copy of an Affidavit of Capital Contributions for RED DOT, LTD., and Acceptance of Resident Agent. A check for \$1,750.00 is enclosed. Please return one copy for each.

FILED
98 OCT 23 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Most sincerely,



Dennis V. Nymark
DVN:cn

Enclosures

A98-2437

Name	RB
Availability	RB
Document	RB
Examiner	RB
Updater	RB
Updater	RB
Verifier	RB
Acknowledgment	RB
W. P. Verifier	RB

CERTIFICATE OF LIMITED PARTNERSHIP
OF
RED DOT, LTD.
a Florida Limited Partnership

The undersigned general partner desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby state(s) the following:

1. The name of the limited partnership is Red Dot, LTD. (the "Partnership").

2. The address of the office of the Partnership is 5204 St. Paul St., Tampa, FL 33619.

3. The name and address of the agent for service of process on the Partnership is Dennis V. Nymark, Esq., 110 S. Pebble Beach Blvd., Sun City Center, FL 33573.

4. The name and business address of the sole general partner is as follows:

Red Dot, Inc.
5204 St. Paul St.
Tampa, FL 33619

898-35297

5. The mailing address of the Partnership is 5204 St. Paul St., Tampa, FL 33619.

6. The latest date upon which the Partnership will dissolve is July 15, 2048.

7. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by the General Partner.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

FILED
98 OCT 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, this Certificate of Limited Partnership
has been executed by the General Partner of Red Dot, Ltd., this
July 15, 1998.

GENERAL PARTNER:

RED DOT, INC.,
a Florida Corporation

By: Geneva W. Medlock
President

FILED
98 OCT 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, GENEVA W. MEDLOCK, President of Red Dot, Inc., being the sole general partner of Red Dot, Ltd., a Florida limited partnership (the "Partnership"), certifies that the total initial amount of capital contributions and anticipated capital contributions by the limited partners of the Partnership is \$1,200,000.00.

GENERAL PARTNER:

By: Red Dot, Inc., as a
general partner

By: Geneva W. Medlock President
Geneva W. Medlock, President

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this
July 15, 1998, by GENEVA W. MEDLOCK as President of
Red Dot, Inc., who is personally known to me.

Dennis V. Nymark
NOTARY PUBLIC
Notary Stamp:



Dennis V. Nymark
MY COMMISSION # CC692497 EXPIRES
December 21, 2001
BONDED THRU TROY FAIN INSURANCE, INC

FILED
98 OCT 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

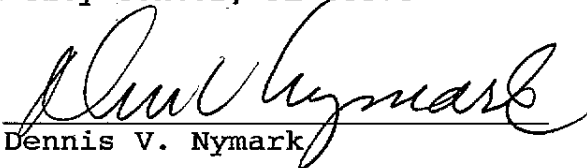
ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Red Dot, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT

DENNIS V. NYMARK, ESQ.
110 S. Pebble Beach Blvd.
Sun City Center, FL 33573

By:


Dennis V. Nymark

FILED
98 OCT 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA