

GILLESPIE & ALLISON, P.A.

Name _____
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Examiner _____

Initiator _____

II Initiator _____
Analyst _____

Signature _____

P. P. Wright



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 19, 1998

R. BOWEN GILLESPIE, III
GILLESPIE & ALLISON, P.A.
1515 SOUTH FEDERAL HIGHWAY, SUITE 300
BOCA RATON, FL 33432

SUBJECT: TWELVE OF FOUR LIMITED
Ref. Number: W98000026143

We have received your document for TWELVE OF FOUR LIMITED and your check(s) totaling \$1793.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 098A00055659

THE LAW FIRM OF

GILLESPIE & ALLISON, P.A.

SUITE 300
1515 SOUTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

R. BOWEN GILLESPIE, III
DONALD M. ALLISON*
TODD C. DROSKY†

TELEPHONE (561) 368-5758
TELECOPIER (561) 395-0917

OF COUNSEL
GARY L. BLUM♦

*Also Admitted in Arizona & California
†Also Admitted in Colorado & the
District of Columbia

♦ Admitted in New York
Not Admitted in Florida

November 30, 1998

FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

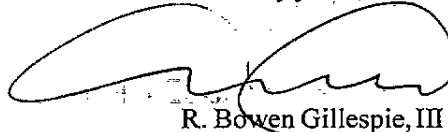
RE: Twelve of Four Limited Partnership Agreement

Dear Sir or madam:

Enclosed please find the Limited Partnership Agreement, Certificate of Limited Partnership and Affidavit of Capital Contributions for the above-referenced partnership, that have been signed by the registered agent as requested in your letter dated November 12, 1998. I would appreciate your registering the subject partnership and returning a filed copy to my attention in the enclosed return Federal Express envelope.

Thank you for your cooperation and anticipated prompt attention to this matter.

Sincerely yours,



R. Bowen Gillespie, III

RBG:/kjh
kelli\correspo\secstat3

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98 DEC -1 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

1. Twelve of Four Limited

(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. c/o Gillespie & Allison, P.A., 1515 South Federal Highway, Suite 300, Boca Raton, Florida 33432

(Business address of Limited Partnership)

3. R. Bowen Gillespie, III

(Name of Registered Agent for Service of Process)

4. 1515 South Federal Highway, Suite 300, Boca Raton, Florida 33432

(Florida street address for Registered Agent)

5. 

(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. c/o Gillespie & Allison, P.A., 1515 South Federal Highway, Suite 300, Boca Raton, Florida 33432

(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: January 1, 2002

8. Name(s) of general partner(s): _____ Street Address _____

J.D. Landon, Inc.

896-76976

1451 Cypress Creek Road, Suite 300
Fort Lauderdale, Florida 33309

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

Signed this 16th day of November, 1998.

Signature of all general partners:

GENERAL PARTNER



J.D. LANDON, President
J.D. LANDON, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of TWELVE OF FOUR LIMITED, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$299,000.00.

The total amount contributed and anticipated to be contributed by the limited partnership at this time totals \$300,000.00.

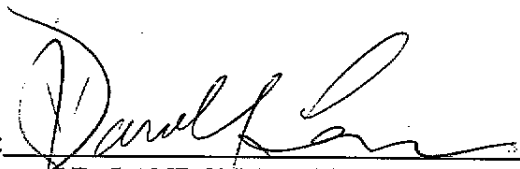
Signed this 16th day of November, 1998.

FURTHER AFFIANT SAYETH NOT:

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

General Partner

By: _____


J.D. LANDON, President
J.D. LANDON, INC.

chris\articles.inc\limited\12of4aff

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98 DEC -1 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA