

A980000002701

LAW OFFICES

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December 2, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

400002704354--2
-12/07/98--01062--015
***1837.50 ***1837.50

RE: DEAK Family Partnership Ltd.

Ladies and Gentlemen:

Enclosed for filing is the original and one copy of the proposed Certificate of Limited Partnership for the above named limited partnership, Affidavit of Capital Contribution and a Certificate of Acceptance of Registered Agent. Also, enclosed is our firm's check payable to State of Florida, Secretary of State in the amount of \$1,837.50 to cover the following:

Certificate of Limited Partnership	\$1,750.00
Certified copy of	
Certificate of Limited Partnership	52.50
Registered Agent Designation	35.00
Total Fees	<u>\$1,837.50</u>

FILED
DEC - 7 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	12/9/98
Availability	DCC
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
Delivery	DCC

Enclosures

cc: Mr. and Mrs. Donald J. Long (w/out encl.)

Sincerely,

AMARI & THERIAC, P.A.

Lora S. Jones

Lora S. Jones

Legal Assistant to Richard S. Amari, Esquire

A980000002701

\$10,000,000.00

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
DEAK FAMILY PARTNERSHIP, LTD.**

The undersigned, desiring to form a limited partnership in accordance with the Florida Revised Uniform Limited Partnership Act and being duly sworn does certify as follows:

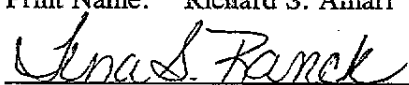
1. The name of the Partnership is the **DEAK FAMILY PARTNERSHIP, LTD.**
2. The principal place of business of the Partnership is located at 375 Commerce Parkway, Suite 201, Rockledge, Florida 32955. The name of the Registered Agent of the Partnership at such address is **DONALD J. LONG.**
3. The name and business address of the General Partner is as follows:
DJL Management Services, Inc.
375 Commerce Parkway, Suite 201
Rockledge, Florida 32955
4. The mailing address of the Partnership is 375 Commerce Parkway, Suite 201, Rockledge, Florida 32955.
5. The Partnership's existence shall begin upon the filing of this Certificate with the Department of State of Florida and shall continue until 12:00 o'clock noon on December 31, 2028, unless sooner terminated pursuant to the terms of the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as the General Partner
this 20th day of November, 1998.

WITNESSES:



Print Name: Richard S. Amari

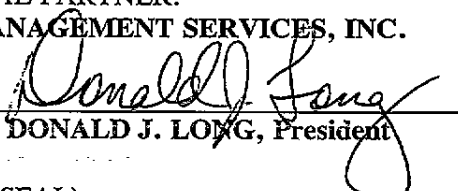


Print Name: Tina S. Ranck

GENERAL PARTNER:

DJL MANAGEMENT SERVICES, INC.

BY:


DONALD J. LONG, President

(SEAL)

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 20th day of November, 1998, by **DONALD J. LONG, as President of DJL MANAGEMENT SERVICES, INC.,** a Florida corporation, on behalf of said corporation, who is personally known to me or who has produced sufficient identification, and who did take an oath.



NOTARY PUBLIC



Lora S. Jones
MY COMMISSION # CC738261 EXPIRES
July 7, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
98 DEC - 7 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

996000039799

**AFFIDAVIT
OF
CAPITAL CONTRIBUTION**

The undersigned, being the General Partner of **DEAK FAMILY PARTNERSHIP, LTD.**, a Florida limited partnership, hereby certifies that the General Partner and the Limited Partners of the Partnership will be contributing certain property to the Partnership, the value of which is \$1,000,000. A total capital contribution of \$10,000,000 is anticipated.

DJL MANAGEMENT SERVICES, INC.,
a Florida corporation

BY: *Donald J. Long*
DONALD J. LONG, President

(SEAL)

FILED
98 DEC -7 PM 3:00
TALAMASSEE FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 20th day of November, 1998, by **DONALD J. LONG**, as President of **DJL MANAGEMENT SERVICES, INC.**, a Florida corporation, on behalf of said corporation, who is personally known to me or who has produced sufficient identification, and who did take an oath.

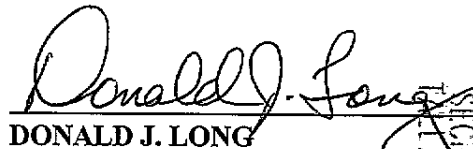
Lora S. Jones
NOTARY PUBLIC



Lora S. Jones
MY COMMISSION # CC738261 EXPIRES
July 7, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE OF ACCEPTANCE
OF REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 48.061, Fla. Stat., I hereby accept the foregoing designation as registered agent of the **DEAK FAMILY PARTNERSHIP, LTD.**, a Florida limited partnership, for service of process within the State of Florida at 375 Commerce Parkway, Suite 201, Rockledge, Florida 32955.


DONALD J. LONG

98 DEC -7 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED