



THE UNITED STATES
CORPORATION
COMPANY

A99000000060

ACCOUNT NO. : 072100000032

REFERENCE : 096196 80983A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 12, 1999

ORDER TIME : 11:51 AM

ORDER NO. : 096196-005

CUSTOMER NO: 80983A

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-01/12/99--01061--008
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CUSTOMER: Robert F. Greene, Esq.
GREENE DONNELLY SCHERMER
GREENE DONNELLY SCHERMER
Suite 400
1301 6th Avenue West
Bradenton, FL 34205

RECEIVED

99 JAN 12 PM 12:55

DIVISION OF CORPORATION

DOMESTIC FILING

NAME: LAKESIDE MHP, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

99 JAN 12 PM 14:21

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

BK

1/12/99

CERTIFICATE OF
LIMITED PARTNERSHIP OF
LAKESIDE MHP, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 12 PM 4:21

The undersigned hereby executes and swears to this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida.

The name of the limited partnership ("Partnership") is:
Lakeside MHP, Ltd.

The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.106 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is:

5306 Cortez Road W, Suite Four
Bradenton, Florida 34210

The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is:

Eric D. Howell
5306 Cortez Road W, Suite Four
Bradenton, Florida 34210

The name and address of the General Partner is as follows:

Name	Address
Midway Partners, Inc. pq4000650754	5306 Cortez Road W., Suite Four Bradenton, Florida 34210

The mailing address for the Partnership is as follows:

5306 Cortez Road W, Suite Four
Bradenton, Florida 34210

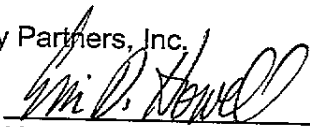
The latest date upon which the Partnership is to dissolve is January 12, 2049, unless otherwise continued in accordance with the terms of an Amendment to this Certificate of Limited Partnership.

IN WITNESS WHEREOF, I have hereunto subscribed by hand and seal to this Certificate this 11th day of January, 1999.

GENERAL PARTNER:

Midway Partners, Inc.

By:


Name: Eric D. Howell
Title: President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Eric D. Howell, President of Midway Partners, Inc., constituting the sole general partner of Lakeside MHP, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon being sworn, certified as follows:

1. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$270,000.00.

This 11th day of January, 1999.

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.

GENERAL PARTNER

Midway Partners, Inc.

By:

Name: Eric D. Howell
Title: President

STATE OF FLORIDA
COUNTY OF MANATEE

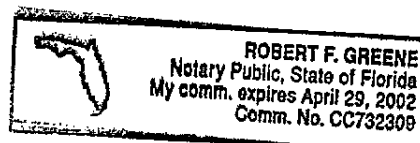
BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Eric D. Howell, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as President of Midway Partners, Inc., General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official, in the State and County aforesaid, this 11 day of January, 1999.



Notary Public, State of Florida
Printed Name:
My Commission Expires:
Commission No.

lanaster/lakeside mhp/contribution affidavit



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 12 PM 4:21

Pursuant to the provisions of Section 620.105, Florida Statutes, the undersigned limited partnership, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited partnership is :

LAKESIDE MHP, LTD.

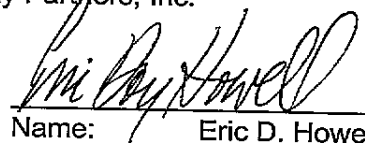
2. The name and address of the registered agent and office is:

Eric D. Howell
5306 Cortez Road W, Suite Four
Bradenton, Florida 34210

GENERAL PARTNER:

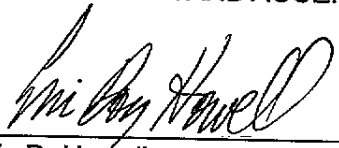
Midway Partners, Inc.

By:


Name: Eric D. Howell
Title: President

Date: January 11, 1999

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Eric D. Howell
Registered Agent
Date: January 11, 1999