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Attorneys at Law

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C. LEDON ANCHORS
W. SCOTT FOSTER*
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TELEPHONE 863-4064
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*ALSO ADMITTED IN ALABAMA
**ALSO ADMITTED IN MISSISSIPPI

January 11, 1998

Corporate Records Bureau
Division of Limited Partnerships
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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-01/14/99--01036--001

***175.00 ***175.00

RE: Lee Family Enterprises, Ltd.

Dear Sir/Madam:

Enclosed is the original and one duplicate copy of the Certificate of Limited Partnership for the captioned Limited Partnership. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. If you find the enclosures in order, please endorse your approval to the Certificate of Limited Partnership on the duplicate copy, certify the same, and return it to the undersigned at your earliest convenience.

A check is also enclosed to cover the \$87.50 filing fee, the \$52.50 fee for the certified copy of the Certificate of Limited Partnership, and the \$35.00 fee for filing the Resident Agent Certificate (which Certificate is also enclosed).

If you have any questions concerning the enclosures, please do not hesitate to call us. If you have no questions, please send us the Certificate of Limited Partnership properly certified once the same has been prepared. Your assistance in this matter will be appreciated.

Very truly yours,

ANCHORS, FOSTER, MCINNIS & KEEFE, P.A.


William Scott Foster

Enclosures

cc: Marilea G. Lee

Name	Availability
Document	Examiner
Updater	U. d. a. er
Verityer	Verityer
Acknowledgement	P. Verityer

99 JAN 14 PM 6:16
F.H. 30
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP OF
LEE FAMILY ENTERPRISES, LTD.

This Certificate of Limited Partnership evidences the creation of a Limited Partnership under the Revised Limited Partnership Act of the State of Florida pursuant to a written Agreement of all Partners executed of even date herewith. The creation of this Limited Partnership is subject only to the filing of this Certificate of Limited Partnership with the Florida Secretary of State and the acceptance thereof by the Secretary of State. This Certificate of Limited Partnership is signed by the duly designated General Partner of the Partnership and contains the following statements required by Florida Statutes 620.108(1):

1. The name of the Limited Partnership is LEE FAMILY ENTERPRISES, LTD., (the "Partnership").

2. The business address of the Partnership is 1006 James Lee Boulevard, Crestview, Florida 32536.

3. The name of the registered agent of the Partnership is William Scott Foster.

4. The address of the registered agent of the Partnership is 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547.

5. 
(Signature of Registered Agent)

6. The mailing address of the Partnership is P.O. Box 403, Crestview, Florida 32536.

7. The latest date upon which the Partnership is to be dissolved is December 31, 2050.

8. The name and specific business address of the sole General Partner of the Partnership is:

NAME

ADDRESS

Marilea Grice Lee

P.O. Box 403
Crestview, Florida 32536

99 JAN 14 PM 6:16
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Signed this 8th day of January, 1999.

WITNESSES:

[Signature]
Print Name: William Scott Foster

[Signature]
Print Name: Belinda J. McAvoy

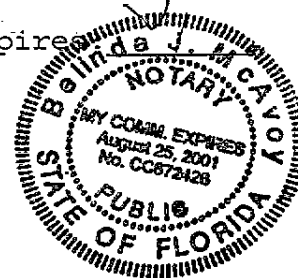
GENERAL PARTNER:

[Signature]
Marilea Grice Lee

STATE OF FLORIDA
COUNTY OF OKALOOSA

SWORN TO AND SUBSCRIBED before me this 8th day of
January, 1999.

[Signature]
Notary Public
My Commission Expires



(Partners.Agr\Certificate)

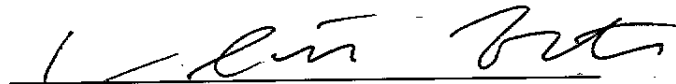
CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

LEE FAMILY ENTERPRISES, LTD. (the "Company"), desiring to organize as a limited partnership under the laws of the State of Florida, with its registered office, as indicated in its Certificate of Limited Partnership, at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 325447, has named William Scott Foster, located at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, as its agent to accept service of process within this State.

ACKNOWLEDGMENT.

Having been named as registered agent and to accept service of process for the above stated Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in such 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.



William Scott Foster

DATED: January 8, 1999

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the sole General Partner of Lee Family Enterprises, Ltd., a Florida Limited Partnership (the "Partnership"), certifies as follows:

The amount of capital contributions to date of the limited partners of the Partnership is \$99.00.

The total amount contributed and anticipated to be contributed by the limited partners of the Partnership at this time is \$0.00.

This 8th 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.

Marilea Grice Lee (SEAL)
Marilea Grice Lee
Sole General Partner of the
Partnership