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LAW OFFICES

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January 12, 1999

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****371.00 ****371.00

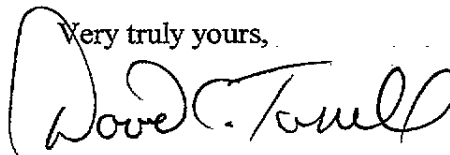
State of Florida
Division of Corporations
Limited Partnership Section
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

I have enclosed one original and one copy of the Certificate of Limited Partnership for GLA Investments and Development, Ltd., together with a check in the amount of \$371.00 in payment of the filing fees and registered agent designation.

Please file the original and return the time stamped copy in the enclosed, stamped, self-addressed envelope. Thank you.

Very truly yours,



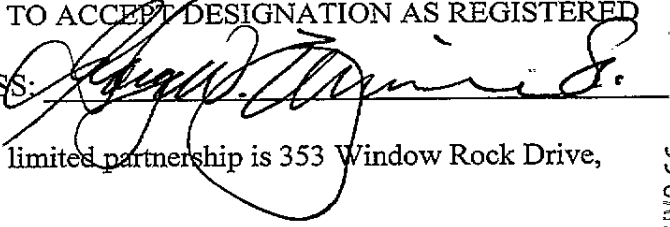
David C. Tassell

DCT/lrt

FILED
99 JAN 15 PM 12:01
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
P. Verifier	

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
GLA INVESTMENT AND DEVELOPMENT, LTD.**

1. The name of the limited partnership is GLA Investment and Development, Ltd.
2. The business address of the limited partnership is 353 Window Rock Drive,
Wellington, FL 33414.
3. The name of the registered agent for service of process is George W. Zimmerman, Sr.
4. The Florida street address for the registered agent is 353 Window Rock Drive,
Wellington, FL 33414.
5. SIGNATURE REQUIRED TO ACCEPT DESIGNATION AS REGISTERED
AGENT FOR SERVICE OF PROCESS: 
6. The mailing address for the limited partnership is 353 Window Rock Drive,
Wellington, FL 33414.
7. The latest date upon which the limited partnership is to be dissolved is upon the
affirmative vote of the limited partners entitled to 67% or more of the profits.
8. The name and street address of the general partner is: Georgia Land Acquisition, Inc.,
353 Window Rock Drive, Wellington, FL 33414.

UNDER 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 13th day of January, 1999.

GENERAL PARTNER:

GEORGIA LAND ACQUISITION, INC.

By 

George W. Zimmerman, Sr., President

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DIVISION OF CORPORATIONS
99 JAN 15 PM 12:01

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP
OF
GLA INVESTMENT AND DEVELOPMENT, LTD.**

The undersigned constituting all of the general partners of GLA Investment and Development, Ltd., a Florida limited partnership, certifies:

1. The amount of capital contributions to date of the limited partners is 48,000.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$48,000.00.

FURTHER AFFIANT SAYETH NOT.

UNDER 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 13 day of January, 1999.

GENERAL PARTNER:

GEORGIA LAND ACQUISITION, INC.

By: 

George W. Zimmerman, Sr., President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 13 day of January, 1999, by **GEORGE W. ZIMMERMAN, SR.**, who is personally known to me or produced _____ as identification.


Notary Public

Commission No.:

My Commission Expires:

