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JENNIFER J. O'CONNOR

March 30, 1999

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

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Re: Articles of Incorporation
Dobbs Marketing Group, Inc..

Dear Sir/Madam:

Enclosed are the original and one (1) executed copy of the proposed Certificate of Limited Partnership of Dobbs Marketing, Ltd., together with the original and one (1) copy of a Certificate of Designation of Registered Agent/Registered Office and an original and one (1) copy of the Affidavit of Capital Contributions of Dobbs Marketing Group, Ltd. Please approve, file the originals, and return. I have enclosed a check in the amount of \$1,846.25, to cover the costs of filing, designating the Registered Agent, obtaining a Certificate of Status and a certified copy.

Thank you for your assistance in this matter.

Best personal regards.

Sincerely,

Hal Adams Airth, Jr.
Hal Adams Airth, Jr.

HAA/dbl

Enclosures

\\DOBBS\MARKETING\SECRETARY\LTR2.wpd

A99-566

Name	47
Availability	
Document	
Exhibit	
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Number	
Acknowledgment	
W. P. Verifier	

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
DOBBS MARKETING GROUP, LTD.
A Florida limited partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is: **DOBBS MARKETING GROUP, LTD.**
2. The address of the office of the Partnership is: 1840 Gibsonia Galloway Road, Lakeland, Florida 33810.
3. The name and address of the agent for service of process on the Partnership are: LARRY G. DOBBS, 1840 Gibsonia Galloway Road, Lakeland, Florida 33810.
4. The name and business address of the general partner is: DOBBS MANAGEMENT, INC., a Florida corporation, 1840 Gibsonia Galloway Road, Lakeland, Florida 33810.
5. The mailing address for the Partnership is: 1840 Gibsonia Galloway Road, Lakeland, Florida 33810. *pg 31492*
6. The latest date upon which the Partnership shall dissolve is December 31, 2040.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the General Partners of DOBBS MARKETING GROUP, LTD., this 22nd day of February, 1998.

**General Partner
Dobbs Management, Inc.,
a Florida corporation.**

By: 
Larry G. Dobbs, its President

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me personally on this 22nd day of February, 1999, an officer duly authorized in the State and County aforesaid to take acknowledgments, by LARRY G. DOBBS, president of DOBBS MANAGEMENT, INC., a Florida corporation, to me personally known or known to me by evidence of identification of 0120 527 44 023 0 to be the person(s) described in and who executed the foregoing instrument and who did not an oath.


Notary Public

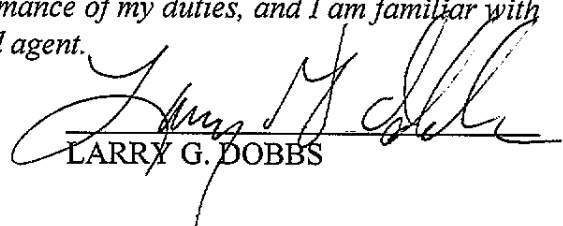
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED FAMILY LIMITED PARTNERSHIP SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Family Limited Partnership is DOBBS MARKETING GROUP, LTD.
2. The name and the Florida street address of the registered agent are:

Larry G. Dobbs
1840 Gibsonia Galloway Road
Lakeland, Florida 33810

Having been named as registered agent and to accept service of process for the above stated Family 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.


LARRY G. DOBBS

FILED
02 APR -2 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
DOBBS MARKETING GROUP, LTD.**

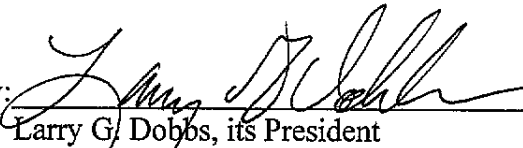
STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared, LARRY G. DOBBS, president of DOBBS MANAGEMENT, INC., a Florida corporation, the general partner of the DOBBS MARKETING GROUP, LTD. (the "Partnership"), who, upon being sworn, certified as follows:

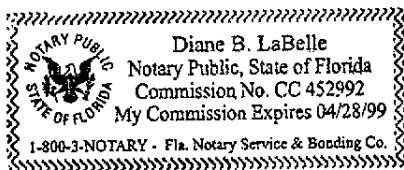
1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, \$1,160,105.64.
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

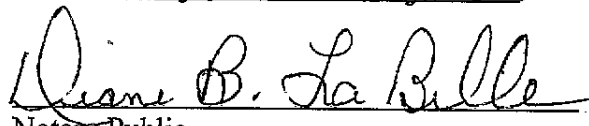
Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:
DOBBS MANAGEMENT, INC., a Florida corporation

By: 
Larry G. Dobbs, its President

SWORN TO and subscribed before me this 22nd day of February, 1999 by LARRY G. DOBBS, president of DOBBS MANAGEMENT, INC., a Florida corporation, who is personally known to me or known to me by evidence of identification of D120527440230, and who did take an oath.




Notary Public
My Commission Expires: 4-28-99
My Commission Number: CC 452992

FILED
60 APR -2 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA