

Kevin M. Helmich*
*also licensed in Illinois

The Law Offices of Kevin M. Helmich

P.O. Box 5409
Denton, Florida 32409

Telephone: (904) 650-4747
Facsimile: (904) 650-4748

March 19, 1999

Secretary of State
Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32301

200002813562--0

-03/22/99--01101--005
***1785.00 ***1785.00

Re: *Potter Family Limited Partnership*

To Whom It May Concern:

Enclosed please find the original and one copy of the executed Certificate of Limited Partnership, together with an affidavit of capital contribution, in regard to the above-referenced limited partnership. Also enclosed is a check in the amount of \$1,785.00 to cover the fee in this respect. Upon filing, please return the copy of the Articles to this office.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,



KEVIN M. HELMICH
Attorney at Law

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
29 APR 12 AM 11:28

Enclosure: As stated



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 29, 1999

THE LAW OFFICES OF KEVIN M. HELMICH
P.O. BOX 5499
DESTIN, FL 32540

SUBJECT: POTTER FAMILY LIMITED PARTNERSHIP
Ref. Number: W99000007456

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DIVISION OF CORPORATIONS
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We have received your document for POTTER FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 999A00015651

**CERTIFICATE OF LIMITED PARTNERSHIP
OF THE
POTTER FAMILY LIMITED PARTNERSHIP**

Name of the Limited Partnership

The Potter Family Limited Partnership

Address of the Office

5200 West Highway C-30A
Santa Rosa Beach, FL 32459

Name and Address of the Agent for Service of Process

Patricia Potter
5200 West Highway C-30A
Santa Rosa Beach, FL 32459

Name and Business Address of General Partner(s)

Potter Family, Inc. 899-7941
5200 West Highway C-30A
Santa Rosa Beach, FL 32459

Mailing Address for the Limited Partnership

5200 West Highway C-30A
Santa Rosa Beach, FL 32459

Latest Date Upon Which the Limited Partnership is to Dissolve

January 1, 2099

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DIVISION OF CORPORATIONS
99 APR 12 AM 11:28

Dated this 18th day of March, 1999.

ATTEST:

By:

Patricia A. Potter
Patricia Potter,
Its Secretary.

POTTER FAMILY, INC.,
General Partner

By:

Patricia A. Potter
Patricia Potter,
Its President.

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 18th day of March, 1999, by Patricia Potter, in her capacity as Secretary and President of POTTER FAMILY, INC., who is personally known to me and who did not take an oath.

(Seal)





NOTARY PUBLIC

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DIVISION OF CORPORATIONS
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ACCEPTANCE

I hereby am familiar with and accept the duties and responsibilities as registered agent for
The Potter Family Limited Partnership



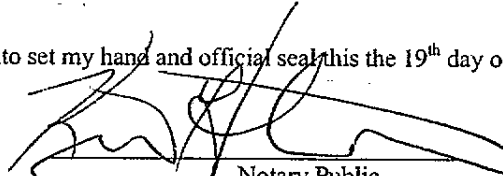
Patricia Potter,
Registered Agent

STATE OF FLORIDA
COUNTY OF OKALOOSA

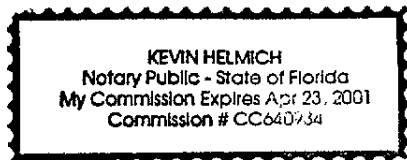
BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take
acknowledgements personally appeared Patricia Potter who produced a Florida drivers license as identification and who
did take an oath, and who is the person who executed the foregoing Articles of Incorporation and she acknowledged
before me that she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this the 19th day of January, 1999.

(seal)



Notary Public



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**AFFIDAVIT DECLARING CAPITAL CONTRIBUTIONS
OF THE LIMITED PARTNERS OF THE
POTTER FAMILY LIMITED PARTNERSHIP**

STATE OF FLORIDA
COUNTY OF OKALOOSA

The undersigned, being duly sworn, hereby swears and affirms as follows:


1. She has personal knowledge of the facts set forth herein; and
2. The contributions of the limited partners and the amount anticipated contributed by the limited partners to the Potter Family Limited Partnership are as follows:

Name of Limited Partner	Description of Item Contributed:	Value of Item Contributed:
Patricia Potter, as Trustee	XXX West Nursery Road Santa Rosa Beach, FL Legal Description: See attached Exhibit A	\$292,000.00
Patricia Potter, as Trustee	XX Dune Allen Drive Santa Rosa Beach, FL Legal Description: Lot 26, Vizcaya at Dune Allen	\$165,000.00
Patricia Potter, as Trustee	XXX Allen Loop Road Santa Rosa Beach, FL Legal Description: See attached Exhibit B	\$189,000.00
Patricia Potter, as Trustee	Bob Bo Lane Walton County, FL Legal Description: Lot 2, Block 4 Dune Allen Subdivision	\$118,000.00
Patricia Potter, as Trustee	XXX Lake Shore Drive Dune Allen Santa Rosa Beach, FL Legal Description: Lots 3&4 Block 4 Dune Allen A Subdivision of Lot 1	\$91,000.00
Patricia Potter, as Trustee	Flamingo Drive Santa Rosa Beach, FL Legal Description Lot 44, Block A, Flamingo Village	\$19,500.00
	TOTAL	\$874,300.00

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Further Affiant Sayeth Not.

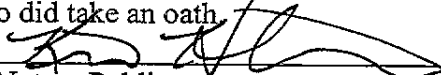
Dated this 18th day of March, 1999.


Patricia Potter

STATE OF FLORIDA
COUNTY OF OKALOOSA

Subscribed and sworn to before me this 18th day of March, 1999, by Patricia Potter,
individually, who is personally known to me and who did take an oath.

(Seal)


Notary Public



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