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JAMES M. STUCKEY
ATTORNEY AT LAW*
(561) 223-8100
FAX NO. (561) 223-1430

Mailing Address:
Post Office Box 1800
Stuart, Florida 34995-1800
*Admitted in Fla. and S.C.

Street Address:
310 West First Street
Stuart, Florida 34994

May 10, 1999

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

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RE: Bryan Ranch Limited Partnership

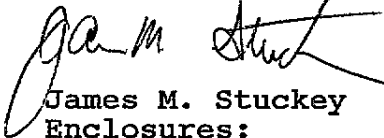
Dear Sir or Madam:

I am enclosing duplicate originals of the Certificate of Limited Partnership and Acceptance of Registered Agent for the above-referenced Limited Partnership.

Please file this Certificate as soon as possible, and send me a filed copy and Certificate of filing.

I am enclosing my check for \$1,837.50 to cover the filing fees and the cost of the Certificate. If you need anything further, please do not hesitate to call, collect. Thank you for your assistance.

Yours very truly,


James M. Stuckey
Enclosures:

Name	Availability
Document Examiner	Updater
Updater	Verifier
Acknowledgement	P. Verifier

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 13 AM 9:14

**CERTIFICATE OF LIMITED PARTNERSHIP OF
BRYAN RANCH LIMITED PARTNERSHIP**

THIS CERTIFICATE is executed on the 16th day of April, 1999 with respect to the agreement of Bryan Ranch Limited Partnership ("the Partnership").

1. Name. The Partnership's name is Bryan Ranch Limited Partnership.

2. Partnership's Business. The Partnership's business is owning, developing, leasing, managing, farming, and operating the real property, investments, and other assets owned or acquired by the Partnership, and all other related acts. The Partnership may also do all things allowed and not otherwise illegal under the laws of the state of Florida.

3. Registered Agent. The name and post office address of the Partnership's registered agent is:

Glenn E. Bryan (also known as Glenn E. Bryan, Jr.)
5505 Sandlake Road
Melbourne, Florida 32934

Mr. Bryan is the President of Whitehouse Antiques & Arms, Inc., a Florida Corporation, which is the sole general partner. Mr. Bryan resides and has his business address within the state of Florida.

4. Specified Office. The principal place of business and the mailing address of the office at which its records are kept is:

Bryan Ranch Limited Partnership
Whitehouse Antiques & Arms, Inc., General Partner
C/O Glenn E. Bryan, President
5505 Sandlake Road
Melbourne, Florida 32934

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 13 AM 9:14

5. Partners. The name and post office address of the general partner is:

990000082757
Whitehouse Antiques & Arms, Inc.
C/O Glenn E. Bryan, President
5505 Sandlake Road
Melbourne, Florida 32934

6. Dissolution. The latest date on which the limited partnership is to be dissolved and its affairs wound up is December 31, 2049.

7. Affidavit of Limited Partner Contributions. The undersigned states, under oath, that the initial capital contributions of each of the limited partners is as follows:

<u>Limited Partners</u>	<u>Capital Contribution</u>	<u>Interest</u>
Glenn E. Bryan, Jr., as Trustee*	<u>actual \$232,560.00</u> <u>anticipated \$0.00</u>	<u>36.00%</u>
Glenn E. Bryan, Jr. and Janet W. Bryan, as Co-Trustees**	<u>actual \$32,300.00</u> <u>anticipated \$0.00</u>	<u>5.00%</u>
Glenn E. Bryan, Jr., as Trustee***	<u>actual \$90,440.00</u> <u>anticipated \$0.00</u>	<u>14.00%</u>
Glenn E. Bryan, Jr., as Trustee****	<u>actual \$71,060.00</u> <u>anticipated \$0.00</u>	<u>11.00%</u>
Glenn E. Bryan, Jr., as Trustee*****	<u>actual \$71,060.00</u> <u>anticipated \$0.00</u>	<u>11.00%</u>
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Glenn E. Bryan, Jr., as Trustee*****	<u>actual \$71,060.00</u> <u>anticipated \$0.00</u>	<u>11.00%</u>

* As Trustee of The Glenn E. Bryan Trust under Trust Agreement dated September 3, 1985, and as may be amended thereafter. Glenn E. Bryan and Glenn E. Bryan, Jr. are one and the same person, as named in this Certificate

** As Co-Trustees of The Janet W. Bryan Trust under Trust Agreement dated September 3, 1985, and as may be amended thereafter.

*** As Trustee of The Geraldine H. Bryan Trust under Trust Agreement dated May 22, 1989, and as may be amended thereafter.

**** As Trustee of The Glenn Edmund Bryan, III Trust, under Trust Agreement dated December 10, 1996.

***** As Trustee of The Beau Hiers Bryan Trust, under Trust Agreement dated December 10, 1996.

***** As Trustee of The Austin Hayes Trust, under Trust Agreement dated December 10, 1996.

***** As Trustee of The John Hague Bryan Trust, under Trust Agreement dated December 10, 1996.

IN WITNESS WHEREOF, the undersigned general partner has signed and sealed this certificate, on the day and year first above written.

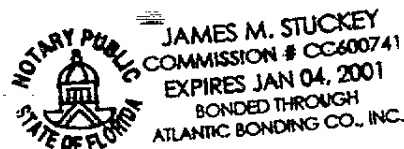
Whitehouse Antiques & Arms, Inc.,
General Partner

Glenn E. Bryan Pres. (Seal)
Glenn E. Bryan, President

STATE OF FLORIDA)
COUNTY OF MARTIN)

The foregoing completed Limited Partnership Certificate was sworn, subscribed, and acknowledged before me this 16th day of April, 1999, by Glenn E. Bryan, also known as Glenn E. Bryan, Jr., President of Whitehouse Antiques & Arms, Inc., the General Partner of Bryan Ranch Limited Partnership, who is personally known to me and who did take an oath. WITNESS my hand and official seal this 16th day of April, 1999.

James M. Stuckey
Notary Public
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT
FOR BRYAN RANCH LIMITED PARTNERSHIP

That BRYAN RANCH LIMITED PARTNERSHIP, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Certificate of Limited Partnership, at 5505 Sandlake Road, Melbourne, Florida 332934, has named GLENN E. BRYAN, JR., as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Limited Partnership, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

By: Glenn E. Bryan Jr.
GLENN E. BRYAN, JR.