# CAPITAL CONDECTION (ST. S. Virginia Str. Spirit Galables, Acida 17 b2 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-8870 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-807 • 1-800 42-807 • Fax 85 22 4 22 Condense (850) 224-807 • 1-800 42-8

The M.C. Lilly Ltd.	5000029100752 -06/21/9901046013 ******87.50 *****87.58
S3 JUN 21 AN 10: 12  OFFICE ROLL AND SEE, FLORIDA	LTD Partnership File  Foreign Corp. File  L.C. File  Fictitious Name File  Trade/Service Mark  Merger File  Art. of Amend. File  RA Resignation  Dissolution / Withdrawal  Annual Report / Reinstatement  Cert. Copy  Photo Copy  Certificate of Good Standing  Certificate of Status  Certificate of Fictitious Name  Corp Record Search
Signature	Officer Search  Fictitious Search  Fictitious Owner Search  Vehicle Search
Requested by:  Name    Color   Programme   Programme	Driving Record  UCC 1 or 3 File  UCC 11 Search

Walk-In

Will Pick Up

UCC 11 Retrieval

## CERTIFICATE OF LIMITED PARTNERSHIP OF THE M.C. LILLY LIMITED PARTNERSHIP, a Florida limited partnership

The undersigned general partners desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law hereby state the following:

- 1. The name of the Partnership is The M.C. Lilly Limited Partnership.
- 2. The address of the office of the Partnership is 111 N. Orange Avenue, Suite 1200, Orlando, Florida 32801.
- 3. The name and address of the agent for service of process on the Partnership are Michael C. Lilly, c/o Maurice Shams, Moran & Shams, P.A., 111 North Orange Avenue, Suite 1200, Orlando, Florida 32801.
- 4. The name and business addresse of the general partner is Michael C. Lilly, c/o Maurice Shams, Moran & Shams, P.A., 111 North Orange Avenue, Suite 1200, Orlando, Florida 32801.
- 5. The mailing address of the Partnership is 111 North Orange Avenue, Suite 1200, Orlando, Florida 32801.
  - 6. The latest date upon which the Partnership shall dissolve is December 31, 2049.

The execution of this certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the general partner of The M.C. Lilly Limited Partnership this 15th day of June, 1999.

GENERAL PARTNER:

MICHAEL C. LILLY

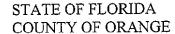
## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for The M.C. Lilly Limited Partnership, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and property performance of the duties of registered agent.

REGISTERED AGENT

Maurice Shams

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#### AFFIDAVIT OF CAPITAL CONTRIBUTION

BEFORE ME, the undersigned personally appeared MICHAEL C. LILLY, being the General Partner of THE M. C. LILLY LIMITED PARTNERSHIP, a Florida limited partnership, hereinafter referred to as the "Partnership", who upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each limited partner are as follows:

Kimberly Ann Lilly \$100 Jonah Kai Lilly \$100

2. The amount of additional capital contributions anticipated to be contributed by each limited partner are as follows:

Kimberly Ann Lilly \$100 Jonah Kai Lilly \$100

### FURTHER AFFIANT SAYETH NAUGHT.

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

MICHAEL C. LILLY

Date: June 15 , 1999

STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared MICHAEL C. LILLY (General Partner), known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contribution, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said Partnership.

Affidavit of Capital Contribution The M.C. Lilly Limited Partnership Page 2

NOTARY PUBLIC

Print Name: MAURICE Shans

MAURICE SHAMS
MY COMMISSION # CC460034 EXPIRES
August 18, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

[Notary Seal]

M:\LILLY\LTDPSHIP\LTDPRTN,AFF