

CCRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

*File 2nd*  
**A99000001499**

CONTACT: CINDY HICKS

DATE: 9-13-99

REF. #: 0163.8238

600002985506-5  
-09/13/99--01125--001  
\*\*\*\*323.75 \*\*\*\*323.75

CORP. NAME: AGAWAM, Ltd

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT          | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK         | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input checked="" type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                         | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1                          | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER: _____                |   |  |

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 SEP 13 PM 3:07

STATE FEES PREPAID WITH CHECK# 1189 FOR \$ 323.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

RECEIVED  
99 SEP 13 PM 12:06  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

LP - 315.00  
CERT - 8.75  
PLEASE RETURN:

COST LIMIT: \$ \_\_\_\_\_

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> CERTIFIED COPY                   | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input checked="" type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials \_\_\_\_\_

*13K 9/13/99*

**CERTIFICATE OF LIMITED PARTNERSHIP OF**

**AGAWAM, LTD.**

The undersigned hereby executes and swears to this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida:

FILED STATE  
SECRETARY OF CORPORATIONS  
99 SEP 12 PM 3:07

1. **Name of Partnership.** The name of the Partnership shall be **AGAWAM, LTD.**

2. **Address of Recordkeeping Office; Agent for Service of Process.** The records to be kept pursuant to *Florida Statute* Section 620.106 shall be located at 4830 West Kennedy Boulevard, Suite 740, Tampa, Florida 33609. The name of the Partnership's agent for service of process at said address is Samuel K. Ross.

3. **Name and Business Address of the General Partner.** The name and address of the General Partner is as follows:

<i>Name</i>	<i>Address</i>
Richland Minerals, Inc.	4830 W. Kennedy Boulevard Suite 740 Tampa, Florida 33609

F99000004714

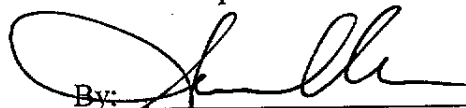
4. **Mailing Address for the Limited Partnership.** The mailing address for the Limited Partnership shall be located at 4830 West Kennedy Boulevard, Suite 740, Tampa, Florida 33609.

5. **Term.** The term for which the Partnership is to exist shall be thirty (30) years from the filing of this Certificate in the Office of the Secretary of State of the State of Florida, unless sooner terminated in accordance with the Limited Partnership Agreement for AGAWAM, LTD.

DATED this 17<sup>th</sup> day of September, 1999.

**GENERAL PARTNER:**

**RICHLAND MINERALS, INC.,**  
a Texas corporation

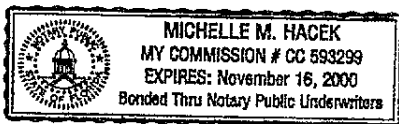
By: 

Samuel K. Ross, Vice President

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 SEP 13 PM 3:07

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of September, 1999, by **SAMUEL K. ROSS**, as Vice President of **RICHLAND MINERALS, INC.**, a Texas corporation. He is personally known to me or has produced \_\_\_\_\_ as identification.



Michelle M Hacek  
NOTARY PUBLIC  
Name: Michelle M HACEK  
Serial No.: CC 593299  
My Commission Expires: 11/16/00

#### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Limited Partnership, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

[Signature]  
Samuel K. Ross

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 13 PM 3:07

I, **SAMUEL K. ROSS**, being the Vice President of **RICHLAND MINERALS, INC.**, a Texas corporation, the sole general partner of **AGAWAM, LTD.**, a Florida limited partnership (hereinafter referred to as the "Partnership"), upon being sworn, do hereby certify as follows:

1. The limited partners have contributed \$39,600.00 of capital to the Partnership.
2. It is anticipated that no additional capital shall be contributed by the limited partners in the future.

This 7<sup>th</sup> day of September, 1999.

FURTHER AFFIANT SAYETH NOT.

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:**

**RICHLAND MINERALS, INC.**,  
a Texas corporation

By: [Signature]  
Samuel K. Ross, Vice President

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of September 1999, by **SAMUEL K. ROSS**, as Vice President of **RICHLAND MINERALS, INC.**, a Texas corporation. He is personally known to me or ~~has produced~~ as identification.



Michelle M. Hacer  
NOTARY PUBLIC  
Name: Michelle M. Hacer  
Serial No.: CC 593299  
My Commission Expires: 11/16/00