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Santafe Pointe LtD	1000029992111 -09/28/9901044010 *****35.00 ******35.00
LP-87.50 CERT 61.25	Art of Inc. File ************************************
Signature MMM	-09/28/9901044012 Fictitious Search ******8.75 ******8.75 Fictitious Owner Search Vehicle Search
Requested by: Name G-2899 Time	Driving Record UCC 1 or 3 File UCC 11 Search
Walk-In Will Pick Up	UCC 11 Retrieval Courier

STATE OF FLORIDA)
COUNTY OF ALACHUA)

CERTIFICATE OF LIMITED PARTNERSHIP AGREEMENT for

SANTA FE POINTE LTD.

The undersigned, desiring to form a Limited Partnership pursuant to the laws of the State of Florida, and being severally duly sworn, certify as follows:

- 1. The name of the limited partnership is: SANTA FE POINTE LTD.
- 2. The principal place of business and the mailing address of the limited partnership is located at:

5700 SW 34th Street, Suite 1307 Gainesville, Florida 32608

3. The name and business address of each General Partner interested in the limited partnership is as follows:

Davis Heritage Ltd. 5700 SW 34th Street, Suite 1307 Gainesville, Florida 32608

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The name and business address of each Limited Partner interested in the limited partnership is as follows:

Davis Family Dynasty Trust 5700 SW 34th Street, Suite 1307 Gainesville, Florida 32608

4. The name and address of the registered agent of this limited partnership is as follows:

Norita V. Davis 20721 SW 46th Avenue Newberry, Florida 32669

5. The term for which the partnership is to exist is from the commencement date of the Agreement and shall continue in force until December 31, 2049 unless sooner terminated as provided in the Limited Partnership Agreement or by operation of law, at the discretion of the General Partner(s); or by the decision of any limited partner.

DATED: Gainesville, Florida this 2nd day of September. 1999.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement

Signed, sealed and delivered in our presence as witnesses:

Donna Harley

Shandon Hales

GENERAL PARTNER: Davis Heritage Ltd.

Ronnie C. Davis, President of EarthArt, Incorporated General Partner of Davis Heritage Ltd.

Donna Harley

LIMITED PARTNER: Davis Family Dynasty Trust

Stefan M. Davis, Trustee

ACKNOWLEDGMENT

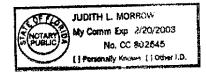
STATE OF: COUNTY OF: FLORIDA ALACHUA

BEFORE ME this day, being duly sworn, personally appeared RONNIE C. DAVIS, PRESIDENT OF EARTHART, INCORPORATED, GENERAL PARTNER OF DAVIS HERITAGE LTD., known by me to be the individual described herein and he acknowledges before me that he executed the foregoing agreement freely and voluntarily for the purposes therein expressed.

Sworn to and subscribed before me this 2nd day of September, 1999.

NOTARY PUBLIC

My Commission Expires:



STATE OF:
COUNTY OF:

FLORIDA ALACHUA

BEFORE ME this day, after being duly sworn, personally appeared RONNIE C. DAVIS, known by me to be the individual described herein and he acknowledges before me that he executed the foregoing agreement freely and voluntarily for the purpose therein expressed.

Sworn to and subscribed before me this 2nd day of September, 1999.

My Commission Expires:

JUDITH L. MORROW
My Comm Exp. 2/20/2003
No. CC 802645

[] Personally Known [] Other I.D.

AFFIDAVIT AS TO CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS

STATE OF FLORIDA COUNTY OF ALACHUA

BEFORE ME, the undersigned, constituting all of the General Partner(s) of <u>SANTA FE</u> POINTE LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

This 2nd day of September, 1999.

FURTHER AFFIANT SAYETH NOT.

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

Davis Heritage Ltd., General Partner

Ronnie C. Davis, President of EarthArt, Incorporated

General Partner of Davis Heritage Ltd.

REGISTERED AGENT DESIGNATION

I, Norita V. Davis, do hereby accept the designation as registered agent for <u>SAN</u> <u>POINTE LTD.</u>, a Florida Limited Partnership.

Norita V. Davis

September 2, 1999

Date