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MORRIS SILBERMAN, P. A.
ATTORNEY AT LAW
SUITE 101 THOMPSON EXECUTIVE CENTER
1230 MYRTLE AVENUE SOUTH
CLEARWATER, FLORIDA 33756

MORRIS SILBERMAN

TELEPHONE
(727) 461-4277
FACSIMILE
(727) 461-7678

November 23, 1999

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

800003054158--7
-11/24/99--01057--007
***1785.00 ***1785.00

Re: StorMax One Limited

Dear Sir/Madam:

Enclosed, for filing, please find the Certificate of Limited Partnership, Acceptance of Designation of Registered Agent, and Affidavit of Capital Contributions as to the above limited partnership. Also enclosed is our client's check in the amount of \$1,785.00 for your filing fee and registered agent fee.

Please return the confirmation of this filing to the undersigned. If there are any questions, please do not hesitate to contact us.

Very truly yours,



Morris Silberman

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SL

MS/ar
Enclosures
cc: Rogers K. Haydon, Jr.

CERTIFICATE OF LIMITED PARTNERSHIP OF STORMAX ONE LIMITED

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certify as follows:

1. **Name of Limited Partnership.** The name of the Limited Partnership is StorMax One Limited.

2. **Office for Maintenance of Business Records.** The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes, is 15201 Roosevelt Blvd., Suite 112, Clearwater, Florida 33760.

3. **Agent for Service of Process.** The name and address of the Partnership's agent for service of process in Florida is Rogers K. Haydon, Jr., 15201 Roosevelt Blvd., Suite 112, Clearwater, Florida 33760.

4. **General Partner.** The name and business address of each General Partner in the Limited Partnership is as follows:

HR Bayside Office, Inc. *997000077549*
a Florida corporation
15201 Roosevelt Blvd., Suite 112
Clearwater, Florida 33760

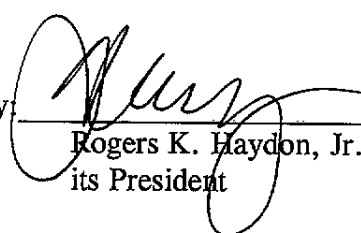
5. **Address of Partnership.** The mailing address of the Limited Partnership is 15201 Roosevelt Blvd., Suite 112, Clearwater, Florida 33760.

6. **Date of Dissolution.** The latest date on which the Limited Partnership is to dissolve is December 31, 2048.

Dated: 11/23, 1999
Clearwater, Florida

HR Bayside Office, Inc.
as General Partner

by


Rogers K. Haydon, Jr.,
its President

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FALL ALIASSSEE, FLORIDA

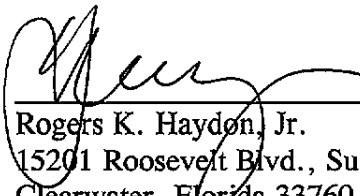
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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Rogers K. Haydon, Jr., having been named as Registered Agent and to accept service of process for StorMax One Limited, at the place designated in its Certificate of Limited Partnership, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 23rd day of Nov, 1999.



Rogers K. Haydon, Jr.
15201 Roosevelt Blvd., Suite 112,
Clearwater, Florida 33760

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

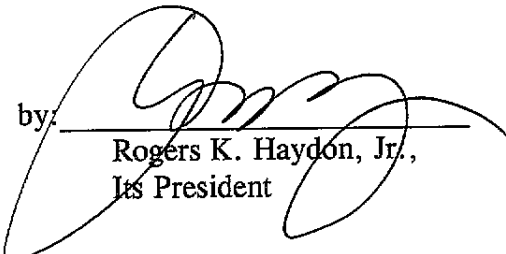
The undersigned, which is the sole General Partner of StorMax One Limited, declares that the capital contributions of all of the Limited Partners in the Partnership are as follows:

1. The amount of the capital contributions of the limited partners, including cash and the value of other contributions, is Four Hundred Thousand Eighty Dollars (\$400,080.00).
2. No additional capital contributions from the limited partners are presently anticipated.

Dated: 11/23, 1999
Clearwater, Florida

HR Bayside Office, Inc., as General Partner

by:


Rogers K. Haydon, Jr.,
Its President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 23rd day of Nov., 1999, Rogers K. Haydon, Jr., as President of HR Bayside Office, Inc., General Partner of StorMax One Limited, on behalf of whom this instrument was executed, and who is personally known to me or who has produced the following form of identification: _____ and who did take an oath.

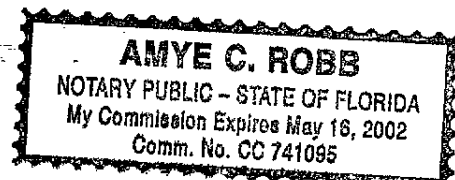

NOTARY PUBLIC-STATE OF FLORIDA

Stamp or print:

Notary name:

Commission Number:

Commission Expires:



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV 24 PM 2:15

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