

Division of Corporations

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**FLORIDA LIMITED PARTNERSHIP**

PEN Ventures, Ltd.

Certificate of Status	0
Certified Copy	0
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SECRETARY OF STATE
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CERTIFICATE OF LIMITED PARTNERSHIP

PEN VENTURES, LTD

A FLORIDA LIMITED PARTNERSHIP

The undersigned Partners hereby make and file this Certificate of Limited Partnership for PEN Ventures, Ltd., a Florida Limited Partnership, hereinafter referred to as the Partnership.

1. The name of the Partnership is PEN VENTURES, LTD.
2. The address of the office of the Partnership and the mailing address of the Partnership is 720 Oaks Field Road, Jacksonville, Florida 32211.
3. The name and address of the agent for service of process on the Partnership is Michael N. Schneider, ANSBACHER & SCHNEIDER, P.A., 4215 Southpoint Boulevard, Suite 100, Jacksonville, Florida 32216
4. The name and address of the General Partner(s) are Sam E. Newey and Julienne Newey, 720 Oaks Field Road, Jacksonville, Florida 32211.
5. The name and mailing address for the Limited Partnership is PEN Ventures, Ltd., 720 Oaks Field Road, Jacksonville, Florida 32211.
6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2045.
7. All annual net profits of the partnership shall be divided among the partners in the same proportions as the partners' then capital accounts unless retained for partnership investments and business activities.
8. There is no priority of any one (1) Limited Partner over another with respect to the contributions or compensation by way of income.
9. A Limited Partner may not demand property other than cash in return for its contributions.

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99-0842.02
Michael N. Schneider, Esq.
FL Bar #166929
Ansbacher & Schneider, P.A.
4215 Southpoint Blvd., Suite 100
Jacksonville, FL 32216
(904)296-0100

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IN WITNESS WHEREOF, the parties have hereunto caused this instrument to be executed as of the 6th day of December, 1999.

[Signature]
Janice M. Beck
As to General Partner(s)

[Signature]
Janice M. Beck
As to Limited Partners

[Signature]
Sam E. Newey, and

[Signature]
Julienne Newey,
Tenants-by-the-Entirety

"GENERAL PARTNER(S)"

[Signature]
Sam E. Newey

[Signature]
Julienne Newey

"LIMITED PARTNERS"

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TALLAHASSEE, FLORIDA

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AFFIDAVIT

STATE OF FLORIDA

COUNTY OF DUVAL

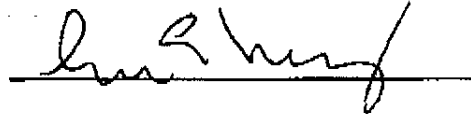
Before me, the undersigned, personally appeared Sam E. Newey, being one of the General Partners of PEN Ventures, Ltd., a Florida Limited Partnership, hereinafter referred to as the "Partnership", who upon being sworn, certified as follows:

1. The amount of capital contributions of the Limited Partners is \$100.00.
2. The amounts of the capital contributions of the Limited Partners and any and all amounts anticipated to be contributed by the Limited Partners is \$5,000.00.

Executed this 6th day of December, 1999.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, the undersigned declares that the undersigned has read the foregoing and that the facts alleged are true, to the best of the undersigned's knowledge and belief.



BEFORE ME, the undersigned officer, a Notary Public, authorized to administer oaths and to take acknowledgments in and for the County and State named above, personally appeared Sam E. Newey known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, after first being duly sworn, acknowledged before me that he executed this Affidavit as General Partner of PEN Ventures, Ltd.



Notary Public
State of Florida

My Commission Expires:



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