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OF COUNSEL
J. QUINTON RUMPH

June 17, 1998

VIA FEDERAL EXPRESS

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

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-06/18/98--01082--002
***\$612.50 ***\$612.50

RE: Lee's - Jax, L.P.

Dear Sir or Madam:

I am enclosing herewith for filing the following regarding the above-referenced limited partnership:

1. Application by Foreign Limited Partnership for Authorization to Transact Business in Florida;
2. Affidavit of Capital Contributions for Foreign Limited Partnership;
3. Affidavit of SJE Broward Corp., General Partner; and
4. Georgia Certificate of Limited Partnership Filing.

Also enclosed is our firm's check in the amount of \$612.50 (\$525.00 filing fee; \$35.00 designation of registered agent fee; and \$52.50 for certified copy). Please send the certified copy to me. Please contact me if you have any questions or if additional information is needed. Thank you for your cooperation in this regard.

Very truly yours,



Gary I. Christian

GIC:dtm

Enclosures

Name	
Availability	MJH
Document Examiner	MJH
Updater	MJH
Updater Verifier	MJH
Acknowledgement	MJH
W. P. Verifier	MJH

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Florida Department of State, Sandra B. Mortham, Secretary of State

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. Lee's - Jax, L.P.
(Name of limited partnership as it is in the home state)
2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")
3. Georgia 4. June 8, 1998
(State of Formation) (Date of Formation)
5. Gary I. Christian
(Name of Registered Agent for Service of Process)
6. 3100 University Blvd., S., Suite 101
(Street Address of Registered Office)
Jacksonville, Florida 32216
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.
Gary I. Christian
(Agent must sign on this line)
8. 1201 Peachtree Street, N.E., Atlanta, GA 30361
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
SJE Broward Corp. 3161 St. Johns Bluff Rd., Suite 2
Jacksonville, FL 32246
10. 3161 St. Johns Bluff Rd., Suite 2, Jacksonville, FL 32246
(Office where Names, Addresses and Contributions of Limited Partners are kept.)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

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12. 1201 Peachtree Street, N.E.Atlanta, GA 30361

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This day of _____, June 16, 19 98

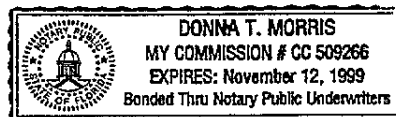
SJE BROWARD CORP.

By: [Signature]

General Partner Steve Eckhardt, President

STATE OF FLORIDACOUNTY OF DUVALOn this 16th day of June, 1998, Steve Eckhardt

personally appeared before me,


☒ who is personally known to me☐ whose identity I proved on the basis of _____[Signature]
Notary Public

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for LEE'S - JAX, L.P., a Georgia limited partnership doing business in Florida, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated: 6/16/98



Gary I. Christian, Resident Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Steve Eckhardt, President of
SJE Broward Corp.,
a general partner of Lee's Jax, L.P., a (an) Georgia limited partnership,
hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 75,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 75,000.00.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 16th day of June, 19 98.

SJE BROWARD CORP.

By: [Signature] General Partner Steve Eckhardt, President

STATE OF FLORIDA

COUNTY OF DUVAL

On this 16th day of June, 1998, Steve Eckhardt

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

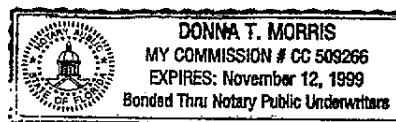
[Signature]
(Notary Public Signature)

(Notary's Printed Name)

Seal

My Commission Expires: _____

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AFFIDAVIT

State of Florida

County of Duval

BEFORE ME, the undersigned authority, personally appeared **Steve Eckhardt, being the President of SJE Broward Corp.**, a Florida corporation, being the General Partner of **Lee's - Jax, L.P.**, (*the "General Partner"*), who after being duly sworn, deposes and says:

1. That **SJE Broward Corp.** is the General Partner of **Lee's - Jax, L.P.**, a Georgia limited partnership (*the "Partnership"*). The Partnership was created on June 8, 1998, as evidenced by the attached Certificate of Limited Partnership Filing issued by and through the Office of the Secretary of State, Corporations Division, of the State of Georgia. The Partnership's principal business address is 1201 Peachtree Street, N.E., Atlanta GA 30361. The General Partner's principal business address at 3161 St. Johns Bluff Road, Suite 2, Jacksonville, Florida 32246.

2. The name and address of the Limited Partner is as follows:

<u>LIMITED PARTNER</u>	<u>ADDRESS</u>
Lee's Company Operations, Inc.	5995 Barfield Road Atlanta, GA 30328

3. The records of the Partnership, and a list of the name(s) and address(es) of the limited partner(s), and their capital contributions, respectively, are and shall be maintained at the office of the General Partner at 3161 St. Johns Bluff Road, Suite 2, Jacksonville, Florida 32246. All such records and lists shall be maintained by the Partnership until such time as the Partnership's registration in the State of Florida is canceled or withdrawn.

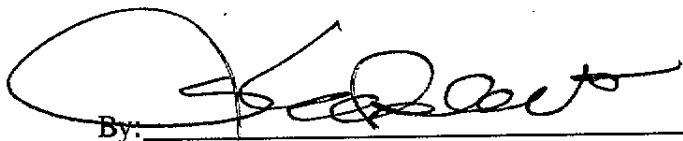
4. That the Partnership, desiring to qualify to do business as a limited partnership under the laws of the State of Florida, has named Gary I. Christian, Esq., a Florida resident with his principal place of business at 3100 University Boulevard South, Suite 101, Jacksonville, Florida 32216, and having as his residence address 1226 Salt Creek Island Drive, Ponte Vedra Beach, FL 32082, as its agent to accept service of process within the State of Florida.

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5. That the Secretary of State of the State of Florida is hereby appointed the agent of the said Partnership for service of process in the event that (i) the foregoing named registered agent has not been properly appointed under Florida law; (ii) if the agent's authority is or has been revoked; or (iii) if the agent cannot be found or served with the exercise of reasonable diligence.

FURTHER AFFIANT SAYETH NOT.

SJE BROWARD CORP. ("General Partner")

By: 
Its President

State of Florida
County of Duval

The foregoing affidavit was sworn to and subscribed before me, the undersigned authority, by **STEVE ECKHARDT**, President of **SJE BROWARD CORP.**, a Florida corporation, who is known to me to be the person who executed the foregoing Certificate of Limited Partnership, and he swore to and subscribed before me that he executed the same for and on behalf of the said corporation, for the purposes therein set forth.

IN WITNESS WHEREOF, I have set my hand and seal this ____ day of June, 1998.

Notary Public, State of Florida at Large

My Commission expires:

LEE'S - JAX, L.P.
LIMITED PARTNERSHIP AFFIDAVIT
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