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CORPORATION(S) NAME

*Hutton Partners, L.P.*

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

1. Hutton Partners, 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. Tennessee 4. September 5, 1997  
(State of Formation) (Date of Formation)

5. CT Corporation System  
(Name of Registered Agent for Service of Process)

6. c/o CT Corporation System, 1200 South Pine Island Road  
(Street Address of Registered Office)  
Plantation Florida 33324  
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:  
CT Corporation System  
Mary R. Adams MARY R. ADAMS  
(Agent must sign on this line) ASSISTANT SECRETARY

8. Hutton Construction, Inc.  
Suite 1001, 735 Broad Street, Chattanooga, TN 37402  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>Hutton Construction, Inc.</u>	<u>Suite 1001, 735 Broad Street Chattanooga, TN 37402</u>

8990000056198

10. Suite 1001, 735 Broad Street, Chattanooga, TN 37402  
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

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12. Suite 1001, 735 Broad Street, Chattanooga, TN 37402

(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.

Signed this 8 day of November, 19 99  
Hutton Construction, Inc.

By: [Signature]  
(Karen J. Hutton) General Partner President

STATE OF Tennessee

COUNTY OF Hamilton

On this 8th day of November, 19 99

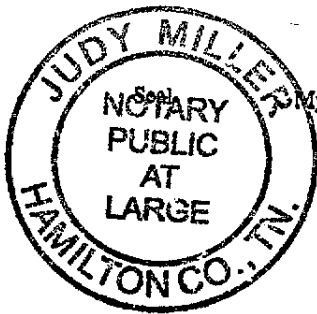
Karen J. Hutton personally appeared before me,

who is personally known to me

whose identity I proved on the basis of \_\_\_\_\_

[Signature]  
(Notary Public Signature)

Judy Miller  
(Notary's Printed Name)



My Commission Expires: 7-22-2003

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP**

BEFORE ME the undersigned personally appeared Karen J. Hutton, President of Hutton Construction, Inc.  
a general partner of Hutton Partners, L.P., a (an) Tennessee  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

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1. The amount of capital contributions of the limited partners is \$ 138,679.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 7,500.00.

*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.*

Signed this 8 day of November, 19 99.

Hutton Construction, Inc.  
By: [Signature]  
(Karen J. Hutton) General Partner President

STATE OF Tennessee  
COUNTY OF Hamilton

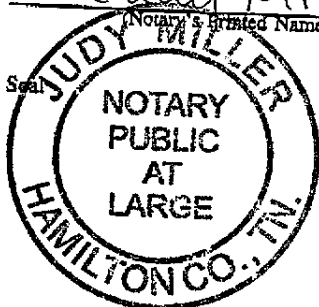
On this 8th day of November, 19 99.

Karen J. Hutton, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of \_\_\_\_\_

Judy Miller  
(Notary Public Signature)

Judy Miller  
(Notary's Printed Name)



My Commission Expires: 7-22-03