

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To: Division of Corporations
Fax Number : (850) 922-4003

From: **GAIL S. ANDRE'**
Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED P.A.
Account Number : 072720000036
Phone : (407) 843-4600
Fax Number : (407) 843-4444

PLEASE ARRANGE FILING OF CERTIFICATE OF LIMITED PARTNERSHIP WITH AN EFFECTIVE DATE OF TODAY, SEPTEMBER 7, 2000, AND FORWARD CERTIFICATE TO ME AS SOON AS POSSIBLE. THANK YOU FOR YOUR COOPERATION.
GAIL S. ANDRE' (ATTACHED ALSO IS AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS)

FLORIDA LIMITED PARTNERSHIP

HP STAR III, LTD.

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Estimated Charge	\$140.00

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

HP STAR III, LTD.

The undersigned, hereby makes and files with the Secretary of State of the State of Florida, this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

1. NAME OF PARTNERSHIP. The name of the partnership shall be
HP STAR III, LTD.

2. LOCATION OF PRINCIPAL PLACE OF BUSINESS. The principal place of
business of the partnership shall be located at 777 South Harbour Island Boulevard, Suite 877,
Tampa, Florida 33602 or at such other place or places as the General Partner shall from time to time
determine.

3. NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS.

Gary W. Harrod
777 South Harbour Island Boulevard, Suite 877
Tampa, Florida 33602

4. NAME AND BUSINESS ADDRESS OF THE GENERAL PARTNER.

Harrod Development, Inc.
777 South Harbour Island Boulevard, Suite 877
Tampa, Florida 33602

5. MAILING ADDRESS OF THE LIMITED PARTNERSHIP.

777 South Harbour Island Boulevard, Suite 877
Tampa, Florida 33602

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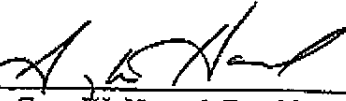
6. TERM. The partnership shall be dissolved on December 31, 2030, unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the partnership.

EXECUTED this 5 day of September, 2000.

GENERAL PARTNER

HARROD DEVELOPMENT, INC.,
a Florida corporation

By


Gary W. Harrod, President

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TALLAHASSEE FLORIDA

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AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.108, the undersigned certifies that the capital contributions of the Limited Partners of HP STAR III, LTD. are \$2,970.00. No additional capital contributions by the Limited Partners are required.

FURTHER AFFIANT SAYETH NOT.

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

EXECUTED this 5 day of September, 2000.

GENERAL PARTNER

HARROD DEVELOPMENT, INC.,
a Florida corporation


Gary W. Harrod, President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, Gary W. Harrod, accepts his designation as Registered Agent for HP STAR III, LTD. and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.

EXECUTED this 5 day of September, 2000.


Gary W. Harrod
Registered Agent