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Florida Department of State

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FLORIDA LIMITED PARTNERSHIP

Worthington Partners Limited

Certificate of Status	0
Certified Copy	0
Page Count	5
Estimated Charge	\$87.50

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 10, 2001

POHL & SHORT, P.A.

SUBJECT: WORTHINGTON PARTNERS LIMITED, LLLP
REF: W01000007841

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TALLAHASSEE, FLORIDA

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 620.108, Florida Statutes, requires the affidavit include the amount of capital contributions of the limited partners and the amount anticipated to be contributed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

FAX Aud. #: H01000035122
Letter Number: 401A00021172

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**CERTIFICATE OF LIMITED PARTNERSHIP FOR
WORTHINGTON PARTNERS LIMITED.**

The undersigned, being the sole general partner of the herein-described limited partnership, pursuant to the Florida Revised Uniform Limited Partnership Act, adopts and swears to the following certificate for the formation of such limited partnership:

1. Name. The name of the limited partnership is: Worthington Partners Limited.
2. Registered Agent and Registered Office. The address of the registered office in the State of Florida is 100 East Sybelia Avenue, Suite 225, Maitland, Florida 32751, and the Registered Agent at such address is Marc L. Hagle.
3. Name and Address of General Partner. The name and business address of the sole general partner is as follows:

Worthington Properties Incorporated
100 East Sybelia Avenue, Suite 225
Maitland, Florida 32751
4. Mailing Address. The mailing address of the limited partnership is 100 East Sybelia Avenue, Suite 225, Maitland, Florida 32751, or such other place as the General Partner may from time to time designate.
5. Address of Principal Office. The address of the limited partnership's principal office is 100 East Sybelia Avenue, Suite 225, Maitland, Florida 32751. The records required to be kept by the limited partnership under Section 620.106, Florida Statutes, are kept at the limited partnership's principal office.
6. Last Date to Dissolve. The latest date upon which the limited partnership is to dissolve is December 31, 2099, unless sooner terminated by law or the provisions of the limited partnership agreement.

The undersigned has executed this certificate as of the 6th day of April, 2001.

General Partner:

WORTHINGTON PROPERTIES
INCORPORATED

By: 

Marc L. Hagle, President

Date: April 6, 2001

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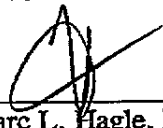
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process and serve as registered agent for the above stated limited partnership, at the place designated in the certificate, I, Marc L. Hagle, acting on behalf of Worthington Partners Incorporated, hereby accept to act in this capacity.

WORTHINGTON PROPERTIES INCORPORATED

By:



Marc L. Hagle, President

Date: April 6, 2001

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR
WORTHINGTON PARTNERS LIMITED**

The undersigned, constituting the sole general partner of WORTHINGTON PARTNERS LIMITED, a Florida limited liability limited partnership, certifies as follows:

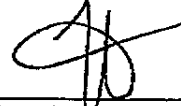
1. That Worthington Properties, Inc. is the sole general partner of WORTHINGTON PARTNERS LIMITED, a Florida limited liability limited partnership.
2. The amount of capital contributions to date of the limited partners is \$99.00.
3. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 99.00.

FURTHER, AFFIANT SAYETH NAUGHT.

Under penalties of perjury, I, Marc L. Hagle, as President of Worthington Properties Incorporated, declare that I have read the foregoing and know the contents thereof, and that the facts stated herein are true and correct.

WORTHINGTON PROPERTIES,
INCORPORATED, General Partner

By:


Marc L. Hagle, President

Date: April 6, 2001

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