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FILED
JAN -4 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 570493 80640A

AUTHORIZATION :

Patricia Piziks

COST LIMIT : ~~\$ 775.00~~ \$1837.50

ORDER DATE : December 31, 2001

ORDER TIME : 11:37 AM

ORDER NO. : 570493-010

CUSTOMER NO: 80640A

CUSTOMER: John K. Vreeland, Esq
Gray Harris Robinson
Lane Trohn
One Lake Morton Drive
Lakeland, FL 33801

(S)

RECEIVED
02 JAN -3 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: HIGHLANDS INVESTMENTS LIMITED
LLP

300004748718--8

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
~~PLAIN STAMPED COPY~~
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

RECEIVED
01 DEC 31 PM 12:12
DIVISION OF CORPORATION
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JAN -4 PM 2:37
FILED



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 31, 2001

JEANINE REYNOLDS
CSC
TALLAHASSEE, FL

SUBJECT: HIGHLANDS INVESTMENTS LIMITED, LLP
Ref. Number: W01000029729

We have received your document for HIGHLANDS INVESTMENTS LIMITED, LLP and check(s) totaling \$1912.50. However, your check(s) and document are being returned for the following:

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

Please note that the amount required to file the LIMITED PARTNERSHIP is \$1,785.00. The amount required for the QUALIFICATION -- which is also being returned UNFILED -- is \$25.00. A certified copy of the qualification would be \$52.50.

So the TOTAL AMOUNT REQUIRED to file the limited partnership and the qualification and to obtain a certified copy of the qualification would be \$1,862.50.

Please return your filings with a check for ONLY the correct amount.

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) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 301A00067709

RESUBMIT
Please give original
submission date as file date.

TALLAHASSEE, FLORIDA
JAN 2 2:37

FILED
02 JAN -14 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JAN -4 PM 2:37
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR
HIGHLANDS INVESTMENTS OF SEBRING LIMITED, LLP**

This Certificate of Limited Partnership for HIGHLANDS INVESTMENTS OF SEBRING LIMITED, LLP, a Florida limited partnership, is made pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Section 620.108 of the Florida Statutes as follows:

I. NAME OF LIMITED PARTNERSHIP

The name of the Partnership is HIGHLANDS INVESTMENTS OF SEBRING LIMITED, LLP (referred to herein as the "Partnership").

II. PRINCIPAL PLACE OF BUSINESS OF PARTNERSHIP

The principal place of business and mailing address of the office of the Partnership is as follows:

4105 Layfatte Avenue
Sebring, Florida 33872

III. NAME AND ADDRESS OF REGISTERED AGENT

The name and address of the Registered Agent for the Partnership is as follows:

VINOD C. THAKKAR
4105 Layfatte Avenue.
Sebring, Florida 33872

IV. NAME AND BUSINESS ADDRESS OF THE GENERAL PARTNERS

The Partnership has one general partner whose name and address is as follows:

SEBRING MANAGEMENT, LLC
4105 Layfatte Avenue.
Sebring, Florida 33872

V. EFFECTIVE DATE OF THE PARTNERSHIP

The Partnership is formed with an effective date of January 1, 2002, or at the time of the filing of this Certificate of Limited Partnership with the Department of State, whichever date is later.

VI. LATEST DATE OF DISSOLUTION

The latest date upon which the Partnership is to dissolve is December 31, 2075.

IN WITNESS WHEREOF, this Certificate of Limited Partnership is signed by the general partner on this 19th day of December, 2001, and is made under penalties of perjury.

SEBRING MANAGEMENT, LLC

By: 
VINOD C. THAKKAR, Member

FILED
02 JAN 19 2002
TALAHASSEE
STATE
SECRETARY
FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned, VINOD C. THAKKAR, hereby accepts the designation as Registered Agent for HIGHLANDS INVESTMENTS OF SEBRING LIMITED, LLP and agrees to serve as such Registered Agent in accordance with the provisions of Chapter 620 of the Florida Statutes.


VINOD C. THAKKAR, Registered Agent

AFFIDAVIT

02 JAN -4 PM 2:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The undersigned, being first duly sworn according to law, deposes and says:

1. This Affidavit is given pursuant to Section 620.108 of the Florida Statutes.

2. The undersigned is the general partner of **HIGHLANDS INVESTMENTS OF SEBRING LIMITED, LLP**, a Florida limited liability limited partnership (the "Partnership").

3. The capital contributions of the limited partners of the Partnership as specified in the Limited Partnership Agreement for the Partnership is Six Million Thirty Nine Thousand Dollars (\$6,039,000.00).

4. No additional capital contributions by the limited partners are anticipated at the present time.

Signed by the general partner of the Partnership this 27 day of December, 2001.

SEBRING MANAGEMENT, LLC

By: *Vinod C. Thakkar*
Vinod C. Thakkar, Manager

The foregoing instrument was acknowledged before me on this 27 day of December, 2001, by VINOD C. THAKKAR of SEBRING MANAGEMENT, LLC, a Florida limited liability company, on behalf of the company,

- who is personally known to me; or
- who produced a driver's license issued by the Florida Department of Highway Safety and Motor Vehicles as identification.

(Affix Notary Seal)

Signature: *Juan R. Sanchez*
NOTARY PUBLIC, State of Florida at Large
Typed Name: Juan R. Sanchez
My Commission Expires: 3/31/02
My Commission No.: CC 725964