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Florida Department of State  
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## FLORIDA LIMITED PARTNERSHIP

MAHAFFEY ASSOCIATES SOUTH LAKE LAND, LLLP

|                       |            |
|-----------------------|------------|
| Certificate of Status | 0          |
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| Page Count            | 03         |
| Estimated Charge      | \$1,785.00 |

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CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MAHAFFEY ASSOCIATES SOUTH LAKELAND, LLLP

EFFECTIVE DATE

9-29-03

The undersigned, as the General Partner of Mahaffey Associates South Lakeland, LLLP, for the purpose of converting Mahaffey Associates of Lakeland, a Florida general partnership, into a Florida limited liability limited partnership, hereby files this Certificate of Limited Partnership pursuant to Section 620.8902, Florida Statutes, and states:

1. Mahaffey Associates South Lakeland, LLLP, formerly Mahaffey Associates of Lakeland, a Florida general partnership, by agreement of Limited Partnership dated as of September 29, 2003 converted into a limited liability limited partnership pursuant to the provisions of the Florida Revised Uniform Partnership Act.

2. The former name of the partnership was Mahaffey Associates of Lakeland, a Florida general partnership.

3. The Agreement of Limited Partnership was unanimously adopted by partners.

4. The conversion of the general partnership to the limited liability limited partnership shall take effect September 29, 2003.

5. The business address of the limited liability limited partnership is 3700 Pompano Drive SE, St. Petersburg, Florida 33705.

6. The name and the Florida street address of the initial registered agent for the service of process in this state are:

South Lakeland General Property, LLC  
731 Jamestown Drive  
Winter Park, Florida 32792

203-31321

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

South Lakeland General Property, LLC

By: James W. Mahaffey  
James W. Mahaffey, Manager

7. The mailing address for the limited liability limited partnership is 3700 Pompano Drive SE, St. Petersburg, Florida 33705.

8. The latest date upon which the limited liability limited partnership is to be dissolved is December 31, 2060.

9. The name of the general partner of the limited liability limited partnership is South Lakeland General Property, LLC, and its address is 731 Jamestown Drive, Winter Park, Florida 32792.

Signed this 29<sup>th</sup> day of September, 2003. LO3-37327

Signature of the sole general partner:

SOUTH LAKE LAND GENERAL PROPERTY, LLC

By: James W. Mahaffey  
James W. Mahaffey, a Manager

By: Mark T. Mahaffey  
Mark T. Mahaffey, a Manager

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP

*The undersigned being the sole general partner of Mahaffey Associates South Lakeland, a Florida Limited Liability Limited Partnership, certifies:*

The amount of capital contributions to date of the limited partners is \$1,156,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,156,000.00.

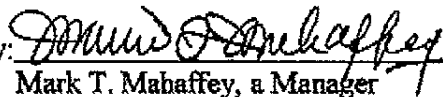
Signed this 29<sup>th</sup> day of September, 2003.

FURTHER AFFIANT SAYETH NOT.

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

SOUTH LAKELAND GENERAL PROPERTY, LLC  
the General Partner

By:   
James W. Mahaffey, a Manager

By:   
Mark T. Mahaffey, a Manager

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