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To: Division of Corporations
Fax Number : (850) 205-0383

From: LINDA A. SCARCELLI
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 540-2699

WOS/02/06

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FLORIDA/FOREIGN LP/LLP

JDS Capital, Ltd.

Certificate of Status	0
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CERTIFICATE OF LIMITED PARTNERSHIP

OF

JDS CAPITAL, LTD.

The undersigned, hereby makes, acknowledges 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 JDS CAPITAL, LTD.
2. LOCATION OF PRINCIPAL PLACE OF BUSINESS. The principal place of business of the partnership shall be located at 450 So. Orange Avenue, Orlando, Florida 32801, 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:
 Linda A. Scarcelli
 450 So. Orange Avenue
 Orlando, Florida 32801
4. NAME AND BUSINESS ADDRESS OF EACH GENERAL PARTNER:
 JDS HOLDINGS, LLC
 450 So. Orange Avenue
 Orlando, Florida 32801
5. MAILING ADDRESS OF THE LIMITED PARTNERSHIP:
 P. O. Box 4920
 Orlando, Florida 32801-4920

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L06-5771

6. TERM The partnership shall be dissolved on December 31, 2056 unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the partnership.

EXECUTED this 1st day of May, 2006.

GENERAL PARTNER:

JDS HOLDINGS, LLC
a Florida limited liability company

By: [Signature]
James M. Seneff, Jr.
Sole Member

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, Linda A. Scarcelli, accepts her designation as Registered Agent for JDS CAPITAL, LTD. and the obligations imposed on her as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.

[Signature]
Linda A. Scarcelli, Registered Agent