

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0311

800-342-8086

A9600000571



ACCOUNT NO. : 072100000032  
REFERENCE : 092149 4301472  
AUTHORIZATION : *Patricia Puyata*  
COST LIMIT : \$ 140.75

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATION  
96 MAR 22 PM 3:29

ORDER DATE : March 22, 1996

ORDER TIME : 11:34 AM

ORDER NO. : 092149

CUSTOMER NO: 4301472

200001754952

CUSTOMER: Ms. Laurie Bergstrosser  
BROAD AND CASSEL

Suite 1100  
390 N. Orange Avenue  
Orlando, FL 32801

DOMESTIC FILING

NAME: TWC NINETY-TWO, LTD. *BP*

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT EUBANK

INITIALS:

RECEIVED  
96 MAR 22 PM 1:59  
DIVISION OF CORPORATION

*BP*

3/22/96

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
TWC NINETY-TWO, LTD.

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole General Partner of TWC NINETY-TWO, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be TWC NINETY-TWO, LTD.
2. The address of the office where records shall be kept shall be 6200 Courtney Campbell Causeway, Suite 600, Tampa, Florida 33607. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 N. Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The name and the business address of the General Partner is:

TWC NINETY-TWO PARTNERS, LTD., a Florida limited partnership  
6200 Courtney Campbell Causeway  
Suite 600  
Tampa, Florida 33607

A96000060565

4. The mailing address of the limited partnership is 6200 Courtney Campbell Causeway, Suite 600, Tampa, Florida 33607.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2045.

6. This Agreement has been executed by the undersigned effective as of the 19th day of ~~February~~, 1996.

March

GENERAL PARTNER:

TWC NINETY-TWO PARTNERS, LTD.,  
a Florida limited partnership

By: TWC Ninety-Two, Inc., a  
Florida corporation,  
general partner

By: Jack Wilson  
Jack Wilson, President

SECRET  
DIVISION OF REVENUE  
FILED  
STATE OF FLORIDA  
PH 3-29

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for TWC NINETY-TWO, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with its statutory obligations as such.

B&C CORPORATE SERVICES OF  
CENTRAL FLORIDA, INC., a  
Florida corporation

By: I. Burton Spraker  
I. Burton Spraker, Vice  
President

Dated this 21st day of March, 1996.

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 MAR 22 PM 3:29

AFFIDAVIT  
OF  
CAPITAL CONTRIBUTIONS

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR 23 10 32 AM '96

The undersigned being the sole General Partner of TWC NINETY-TWO, LTD. and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of TWC NINETY-TWO, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER:

TWC NINETY-TWO PARTNERS, LTD.,  
a Florida limited partnership

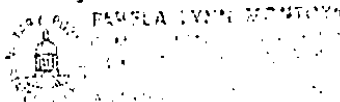
By: TWC Ninety-Two, Inc., a  
Florida corporation,  
general partner

By: *Jack Wilson* *D/W*  
Jack Wilson, President

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 19th day of March, 1996, by Jack Wilson, President of TWC Ninety-Two, Inc., a Florida corporation, General Partner of TWC NINETY-TWO PARTNERS, LTD., General Partner of TWC NINETY-TWO, LTD., and who is personally known to me.

*Pamela Lynn Montoya*  
Notary Public  
My Commission Expires:  
Print, type or stamp name of  
notary



101 HAYS STREET  
APT. 10551E FL 12101  
904 222-0917  
904 222-0918 FAX  
800-342-0006  
**A96000000571**



ACCOUNT NO. : 072100000032  
REFERENCE : 910198 4381472  
AUTHORIZATION : *Patricia Payne*  
COST LIMIT : \$ 105.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR - 9 PM 1:01

ORDER DATE : April 8, 1996  
ORDER TIME : 10:07 AM  
ORDER NO. : 910198  
CUSTOMER NO: 4381472  
CUSTOMER: Ms. Laurie Bergstresser  
Broad And Cassel  
Suite 1100  
390 N. Orange Avenue  
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: TWC NINETY-TWO, LTD.

XX      ARTICLES OF AMENDMENT  
     RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX      CERTIFIED COPY  
     PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

*BR*  
*4/8/96*

RECEIVED  
96 APR - 9 AM 11:15  
DIVISION OF CORPORATIONS

AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
TWC NINETY-TWO, LTD.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR - 8 PM 1:08

Pursuant to the authority of Section 620.109 of the Florida Act (1986), the undersigned, constituting all of the general partners of TWC Ninety-Two, Ltd., a Florida limited partnership (the "Partnarship"), by filing this Amendment to Certificate of Limited Partnership, seek to amend the Certificate of Limited Partnership of the Partnership (the "Certificate") as follows:

1. The name of the Partnership is TWC Ninety-Two, Ltd.
2. The date of the filing of the Certificate is March 22, 1996.
3. Section 3 of the Certificate, concerning the name and address of General Partners, is hereby deleted in its entirety and the following is substituted therefor:

"Name and business address of General Partners: The names and business addresses of the general partners of the Partnership are as follows:

TWC Ninety-Two Partners, Ltd., a Florida limited partnership  
6200 Courtney Campbell Causeway  
Suite 600  
Tampa, Florida 33607

Florida Design Communities, Inc., a Delaware corporation  
1701 South Alexander  
Suite 113  
Plant City, Florida 33567" P17013

The undersigned have hereunto set their hands and seals this 5th day of April, 1996.

TWC NINETY-TWO PARTNERS, LTD.,  
a Florida limited partnership

By: TWC Ninety-Two, Inc.,  
its general partner

By:   
Jack Wilson, President

04/04/08

13:07

01 407 428 8377

BROAD & CASSEL

0004/004

NEW GENERAL PARTNER:

FLORIDA DESIGN COMMUNITIES, INC.,  
a Delaware corporation

By: *[Signature]*

Name: Gary Nelson

Its: Vice President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR - 8 PM 1:01

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607

800-342-8086

**A96000000571**



PRINCETON HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 180155 4381472

AUTHORIZATION : *Patricia Pizich*

COST LIMIT : \$ 52.50

ORDER DATE : December 9, 1996

ORDER TIME : 9:44 AM

ORDER NO. : 180155-005

800002023249--8

CUSTOMER NO: 4381472

CUSTOMER: Janice Myers, Legal Assistant  
Broad And Cassel  
390 N. Orange Avenue  
Suite 1100  
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: TWC NINETY-TWO, LTD.

EFFECTIVE DATE: SEPTEMBER 20, 1996

ARTICLES OF AMENDMENT  
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC -9 AM 11:31

RECEIVED  
6 DEC -9 AM 10:51  
DIVISION OF CORPORATIONS

*BK*  
*12/9/96*



FILED  
 SECRETARY OF CORPORATIONS  
 DIVISION OF CORPORATIONS  
 96DEC-9 AM 11:31

AMENDMENT TO  
 CERTIFICATE OF LIMITED PARTNERSHIP OF  
 TWC NINETY-TWO, LTD.

Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, constituting all of the general partners of TWC NINETY-TWO, LTD., a Florida limited partnership (the "Partnership"), submits the following:

1. The name of the Partnership is TWC NINETY-TWO, LTD.
2. The date of the filing of the certificate of limited partnership was March 22, 1996.
3. The date of the filing of an amendment to the certificate of limited partnership was April 8, 1996.
4. Paragraph 3 of the Certificate of Limited Partnership is hereby deleted in its entirety and the following substituted in lieu thereof:

"The name and business address of the general partner is:

TWC Ninety-Two Partners, Ltd.,  
 a Florida limited partnership  
 Suite 600  
 6200 Courtney Campbell Causeway  
 Tampa, Florida 33607

5. This Certificate of Amendment may be executed in several counterparts, each of which shall be deemed to be an original copy and all of which together shall constitute one certificate binding on all parties hereto, notwithstanding that all the parties shall not have signed the same counterpart.

6. This Amendment to Certificate of Limited Partnership is deemed effective as of September 20, 1996.

The undersigned have hereunto set their hands and seals this 4th day of ~~October~~, 1996.  
 December

**REMAINING GENERAL PARTNER:**

TWC NINETY-TWO PARTNERS, LTD., a Florida limited partnership

By: TWC Ninety-Two, Inc., its general partner

By: Debra F. Koehler  
 Debra F. Koehler  
 Senior Vice President

WITHDRAWING GENERAL PARTNER:

FLORIDA DESIGN COMMUNITIES, INC., a  
Florida corporation

By: *Gene B. Eubank*

Its: *Sr. Vice President*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC -9 AM 11:31