

A96000001934

SIESKY, PILON & WOOD

a partnership of professional associations

ATTORNEYS AT LAW

JAM. SA. PILON, P.A.
Board Certified Real Estate Attorney
JAMES H. SIESKY, P.A.
DOUGLAS A. WOOD, P.A.

SUITE 201, THE FAIRWAY BUILDING
1000 TAMAMI TRAIL NORTH
NAPLES, FLORIDA 34102

October 16, 1996

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300001978869--5
-10/17/96--01064--002
***1750.00 ***1750.00

RE: Eagle Ridge Development, Ltd.

300001978869--5
-10/17/96--01064--003
*****87.50 *****87.50

To Whom It May Concern:

Enclosed are the following items for the above mentioned limited partnership:

1. Certificate of Limited Partnership;
2. Affidavit of Capital Contribution;
3. Designation of Registered Agent;
4. A check in the amount of \$1,750.00 which represents the \$1,750.00 filing fee; and
5. A check in the amount of \$87.50 which represents \$35.00 registered agent designation fee and \$52.50 for a certified copy.

FILED
96 OCT 17 8 33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the enclosed with the State of Florida and return the certified copy and proof of filing to this office in the FedEx envelope provided. If you have any questions regarding this matter, please call me at 263-8282.

Name	10/18/96
Availability	dec
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	rcf DCC
W. P. Verifier	DCC

Sincerely,

Rachel C. Frishe

Rachel C. Frishe, ALS
Secretary to James H. Siesky

TC
\$1,134,020.60

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CERTIFICATE OF LIMITED PARTNERSHIP

In accordance with Florida Statute 620.108, the General Partners of EAGLE RIDGE LAKES DEVELOPMENT, LTD., Florida Limited Partnership, executes and files this Certificate of Limited Partnership and states as follows:

1. The name of the limited partnership is EAGLE RIDGE LAKES DEVELOPMENT, LTD.

2. The address of the office and the name and address of the agent for service of process required to be maintained by F.S. 620.105 is: James H. Siesky, 1000 N. Tamiami Trail, Suite 201, Naples, FL 34102.

3. The names and addresses of the General Partners are F C Properties, Inc., a Florida corporation, 4158 Lorraine Avenue, Naples, Florida 34104; Osprey Properties, Inc., a Florida corporation, 1500 Osprey Avenue, Naples, Florida 34112; R.H. of Naples, Inc., a Florida corporation, 4500 Executive Drive, Naples, Florida 34119. **649458**

4. The mailing address for the limited partnership is 4158 Lorraine Avenue, Naples, Florida 34104.

5. The latest date upon which the limited partnership is to dissolve is December 31, 2011.

6. Other matters concerning the limited partnership include:

In witness whereof, the undersigned, constituting the General Partners of the foregoing Florida Limited Partnership has executed this Certificate of Limited Partnership this 7th day of October, 1996.

Eagle Ridge Lakes Development, Ltd.,
a Florida Limited Partnership

BY: F C Properties, Inc.
General Partner

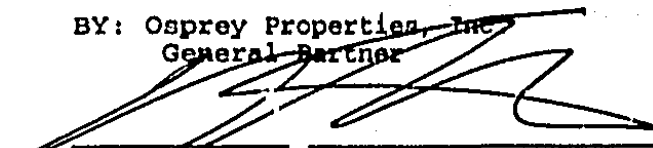


Frank W. Cooper, President

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9950000
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FILED
96 OCT 17 AM 8

BY: Osprey Properties, Inc.
General Partner



Dennis P. Frechette, President

BY: R.H. of Naples, Inc.
General Partner



Robert S. Hardy, President

FILED
96 OCT 17 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT B

AFFIDAVIT OF CAPITAL CONTRIBUTION

The undersigned, constituting the General Partners of EAGLE RIDGE LAKES DEVELOPMENT, LTD., a Florida Limited Partnership, in accordance with Florida Statute 620.108 declare the amounts set forth herein are the capital contributions made or to be made (as indicated herein) of each of the limited partners:

<u>LIMITED PARTNER AND ADDRESS</u>	<u>AMOUNT OF CONTRIBUTION</u>
Class A Limited Partners Naples Road Building Corporation 4500 Executive Drive, Naples, FL 34119	\$500,000.00
Frank W. Leo 1910 Virginia Ave. B1503, Ft. Myers 33901	\$600,000.00
Class B Limited Partners Frank W. Cooper 4158 Lorraine Ave., Naples, FL 34104	\$ 11,340.20
Dennis P. Frechette 1500 Osprey Ave., Naples, FL 34112	\$ 11,340.20
R.S.H. of Naples, Inc. 4500 Executive Drive, Naples, FL 34119	\$ 11,340.20


Dated this 7th day of October, 1996.

Eagle Ridge Lakes Development, Ltd.,
a Florida Limited Partnership


By: F C Properties, Inc.
General Partner


Frank W. Cooper, President

BY: Osprey Properties, Inc.
General Partner


Dennis P. Frechette, President

BY: R.H. of Naples, Inc.
General Partner


Robert S. Hardy, President

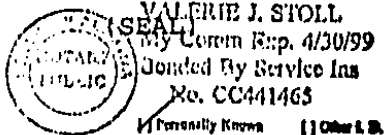
FILED
96 OCT 17 AM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing document was acknowledged before me this 7th day of October, 1996, by Frank W. Cooper, President, F C Properties, Inc. on behalf of the corporation.

[CHECK ONE OF THE FOLLOWING]

- who is personally known to me and who did take an oath.
 who has produced _____ as identification and who did take an oath.



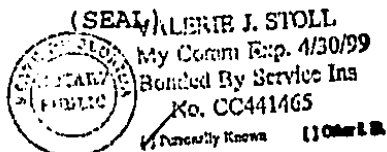
Valerie J. Stoll
Notary Public
Print or Type Name: VALERIE J. STOLL
My Commission Expires: 4/30/99

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing document was acknowledged before me this 7th day of October, 1996, by Dennis P. Frechette, President, Osprey Properties, Inc. on behalf of the corporation.

[CHECK ONE OF THE FOLLOWING]

- who is personally known to me and who did take an oath.
 who has produced _____ as identification and who did take an oath.



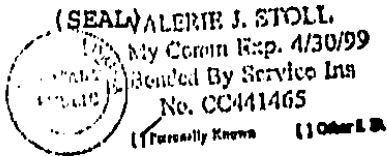
Valerie J. Stoll
Notary Public
Print or Type Name: VALERIE J. STOLL
My Commission Expires: 4/30/99

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing document was acknowledged before me this 10 day
of October, 1996, by Robert S. Hardy, President, R.H. of
Naples, Inc., Inc. on behalf of the corporation.

[CHECK ONE OF THE FOLLOWING]

- who is personally known to me and who did take
an oath.
 who has produced _____
as identification and who did take an oath.



Valerie J. Stoll
Notary Public
Print or Type Name: VALENT J. STOLL
My Commission Expires: 4/30/99

wpwin\Eagle1

DESIGNATION OF REGISTERED AGENT


In accordance with F.S. 620.105 and F.S. 620.108 as well as other applicable laws, the Florida Limited Partnership known as EAGLE RIDGE LAKES DEVELOPMENT, LTD. hereby appoints and designates as its registered agent for service of process: JAMES H. SIESKY, ESQ. whose address is: 1000 N. Tamiami Trail, Suite 201, Naples, Florida 34102.

The foregoing registered agent has executed this Designation of Registered Agent for purposes of accepting said appointment and agreeing to act as registered agent in accordance with applicable laws.

Dated this 7th day of October, 1996.

Eagle Ridge Lakes Development, Ltd.,
a Florida Limited Partnership

BY: F C Properties, Inc.
General Partner




Frank W. Cooper, President

FILED
98 OCT 17 AM 8:30

ACCEPTANCE

The registered agent named herein accepts the appointment and designation as registered agent for the Florida Limited Partnership named herein.

Dated this 16th day of October, 1996.



James H. Siesky