

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0393 FAX

800-342-8086



PRESTICE HALL
LEGAL & FINANCIAL SERVICES

A96000002413

ACCOUNT NO. : 072100000032

REFERENCE : 198643 4381472

AUTHORIZATION : Patricia Pizito

COST LIMIT : ~~\$ 98.25~~ \$ 148.75

ORDER DATE : December 23, 1996

ORDER TIME : 10:01 AM

ORDER NO. : 198643-015

CUSTOMER NO: 4381472

500002036045--4

CUSTOMER: Ms. Laurie Bergstresser
BROAD AND CASSEL

390 N. Orange Avenue
Suite 1100
Orlando, FL 32801

DOMESTIC FILING

NAME: METRO PLACE, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

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
85 DEC 23 PM 1:38

A96-2413

Name Availability	<i>GA</i>
Document Examiner	GSH
Updater	GSH
Updater Verifier	GSH
Acknowledgement	GSH
W. P. Verifier	GSH

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
METRO PLACE, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole General Partner of METRO PLACE, LTD. (the "Partnership"), heroby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be METRO PLACE, LTD.

2. The address of the office where records shall be kept shall be 3300 S. Hiwassee Road, Suite 107, Orlando, Florida 32835. 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:

METRO PLACE, INC., a Florida corporation ✓
3300 S. Hiwassee Road, Suite 107
Orlando, Florida 32835

996-102158

4. The initial mailing address of the limited partnership is 3300 S. Hiwassee Road, Suite 107, Orlando, Florida 32835.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2046.

6. This Agreement has been executed by the undersigned effective as of the 17th day of Dec., 1996.

GENERAL PARTNER:

METRO PLACE, INC. a Florida corporation

By: *Lee Chira*
Lee Chira,
President

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for METRO PLACE, 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: 

Randal M. Alligood, Vice
President

Dated this 17th day of December, 1996.

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AFFIDAVIT

OF

CAPITAL CONTRIBUTIONS

The undersigned being the sole General Partner of METRO PLACE, 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 METRO PLACE, 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:

METRO PLACE, INC.,
Florida corporation

By: *Lee Chira*
Lee Chira,
President

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DIVISION OF CORPORATIONS
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STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 17 day of December, 1996, by Lee Chira, President of Metro Place, Inc., a Florida corporation as sole General Partner of METRO PLACE, LTD., and who is personally known to me.

Branda J Carlson
Notary Public
My Commission Expires:
Print, type or stamp name of
notary



Branda J Carlson
My Commission 00000000
Expires Oct. 28, 2000



THE UNITED STATES CORPORATION COMPANY

A96000002413

ACCOUNT NO. : 072100000032
REFERENCE : 244250 4381472
AUTHORIZATION : Patricia Pizjels
COST LIMIT : \$ 105.00

ORDER DATE : January 31, 1997

ORDER TIME : 11:08 AM

ORDER NO. : 244250-015

CUSTOMER NO: 4381472

700002074947--2

CUSTOMER: Ms. Laurie Bergstresser
Broad And Cassel
390 N. Orange Avenue
Suite 1100
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: METRO PLACE, LTD.

EFFECTIVE DATE:

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: W. Charles Earnest

EXAMINER'S INITIALS: [Signature]

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97 JAN 31 PM 12: 05
DIVISION OF CORPORATION

2/3/97

**AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF
METRO PLACE, LTD.**

Pursuant to the authority of Section 620.109 of the Florida Uniform Limited Partnership Act (1986), the undersigned, as general partners of METRO PLACE, LTD., a Florida limited partnership (the "Partnership"), submit the following:

1. The name of the Partnership is METRO PLACE, LTD.
2. The date of the filing of the certificate of limited partnership was December 23, 1996 (the "Original Certificate").
3. Paragraph 3 of the Original Certificate is hereby deleted in its entirety and the following is substituted in lieu thereof:

"The name and the business addressed of the General Partners are:

METRO PLACE, INC., a Florida corporation
330 S. Hiwassee Road, Suite 107
Orlando, Florida 32835

I.E.K., INC., a Florida corporation
13641 Deering Bay Drive, No. 138
Miami, Florida 33158

4. Neither General Partner shall have the authority to sell, transfer or otherwise encumber the land, as further described on Exhibit A attached hereto, without the written consent of the other General Partner.

5. I.E.K., Inc. has no authority to bind the Partnership without the written consent of Metro Place, Inc.

6. This Amendment to Certificate of Limited Partnership may be executed in multiple counter parts, each of which shall be an original and all of which shall constitute but one and the same instrument.

29th The undersigned have hereunto set their hands and seals this day of January, 1997.

GENERAL PARTNER:

METRO PLACE, INC., a Florida corporation

By: _____
Lee Child,
President

INCOMING GENERAL PARTNER:

I.E.K., INC., a Florida corporation

By: _____
Name: _____
Title: _____

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OF
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29th The undersigned have hereunto set their hands and seals this day of January, 1997.

GENERAL PARTNER:

METRO PLACE, INC., a Florida corporation

By: _____
Lee Chira,
President

INCOMING GENERAL PARTNER:

I.E.K., INC., a Florida corporation

By: _____
Name: ROBIN E. KELL
Title: PRESIDENT

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DIVISION OF CORPORATIONS
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EXHIBIT "A"

Legal Description

Commence at the Southwest corner of Section 31, Township 22 South, Range 29 East, Orange County, Florida; thence N89°37'08"E along the South boundary line of said Section 31, a distance of 100.00 feet to a point on the East right-of-way line of State Road 435 (Kirkman Road); thence N00°40'25"W, along said East right-of-way line, a distance of 2378.61 feet to the Point of Beginning; thence continue N00°40'25"W, along said right-of-way line, a distance of 486.22 feet to the Point of Curvature of a curve, concave Easterly, having a central angle of 02°14'17" and a radius of 2764.93 feet; thence Northerly, along the arc of said curve and along said right-of-way line, a distance of 108.00 feet to a point on the South boundary of lands described in Official Record Book 3098, Page 1815, Public Records of Orange County, Florida; thence N89°41'12"E, along said South boundary, a distance of 1351.27 feet to a point on the East boundary of a 160.00 foot wide Florida Power Corporation easement as described in Deed Book 810, Page 496, Public Records of Orange County, Florida; thence S00°13'44"W along said East boundary line a distance of 706.64 feet; thence S89°19'35"W, 198.58 feet; thence N00°40'25"W, 85.00 feet; thence S89°19'35"W, 65.00 feet; thence N00°40'25"W, 130.00 feet; thence S89°19'35"W, 190.00 feet; thence S00°40'25"E, 150.00 feet; thence S44°19'35"W, 55.00 feet; thence S89°19'35"W, 590.00 feet; thence N00°40'25"W, 70.00 feet; thence N45°40'25"W, 35.00 feet; thence S89°19'35"W, 235.00 feet to the Point of Beginning. Containing 19.819 acres, more or less.

Subject to a 160.00 foot wide Florida Power Corporation easement as described in Deed Book 810, Page 496, Public Records of Orange County, Florida. And subject to a City of Orlando sanitary sewer easement as described in Official Record Book 2835, Page 636, Public Records of Orange County, Florida.

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