

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

A96000002431



networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 199600 4352702

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 23, 1996

ORDER TIME : 2:21 PM

ORDER NO. : 199600-010

CUSTOMER NO: 4352702

CUSTOMER: Ms. Jennifer Lukas
WILLIAMS PARKER HARRISON DIETZ
& GETZEN
200 South Orange Avenue
Sarasota, FL 34230-3258

EFFECTIVE DATE
JAN 2 1997

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 DEC 23 AM 04

7969 00057088

G. TAX	17.50
FILING	35
R. AGENT FEE	52.50
C. COPY	1837.50
TOTAL	
V. BANK	
BALANCE DUE	
FEES	

DOMESTIC FILING

NAME: FIRST STREET ASSOCIATES, LTD.

EFFECTIVE DATE:

500002050065--3
-01/08/97--01028--017
***9187.50 ***1837.50

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

R9600000586

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

by m

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

ML

12/23/96

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
FIRST STREET ASSOCIATES, LTD.
a Florida limited partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986) as set forth in Chapter 620, Part I, of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is "FIRST STREET ASSOCIATES, LTD."

2. The address of the office of the limited partnership is 200 South Orange Avenue, Sarasota, Florida 34236.

3. The name and address of the agent for service of process on the limited partnership is Getzen Management Company, a Florida corporation, at 200 South Orange Avenue, Sarasota, Florida 34236.

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

Getzen Management Company
200 South Orange Avenue
Sarasota, Florida 34236

5. The mailing address of the limited partnership is 200 South Orange Avenue, Sarasota, Florida 34236.

6. The effective date of the formation of this limited partnership shall be January 2, 1997.

7. The latest date upon which the limited partnership shall dissolve is December 31, 2095.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of FIRST STREET ASSOCIATES, LTD., this the 29th day of December 1996.

GETZEN MANAGEMENT COMPANY, a Florida corporation

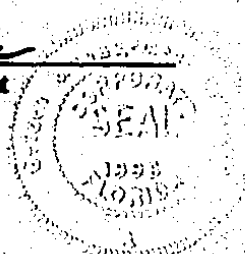
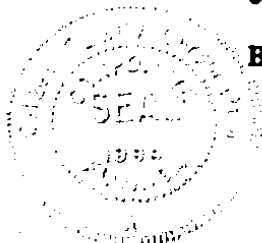
By:

William E. Getzen
William E. Getzen, President
"General Partner"

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 23 AM 10:04

EFFECTIVE DATE
JAN. 2, 1997

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for FIRST STREET ASSOCIATES, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

GETZEN MANAGEMENT COMPANY, a Florida corporation

By:



William E. Getzen, President
"Registered Agent"

EFFECTIVE DATE
JAN. 2, 1997

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DIVISION OF CORPORATIONS
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

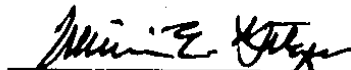
STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, personally appeared William E. Getzen, President of Getzen Management Company, a Florida corporation, which is the General Partner of First Street Associates, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon first being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership of the Limited Partners is \$ 300,000.
2. The amount of additional capital contributions anticipated to be contributed by the Limited Partners is \$--0--.

FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.



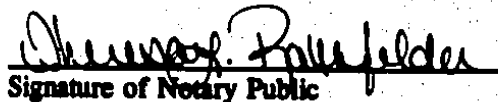
William E. Getzen

SWORN TO AND SUBSCRIBED before me this 20th day of December 1996 by William E. Getzen, who is personally known to me or who has produced _____ as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)



OFFICIAL NOTARY SEAL
THERESA L. RATHFELDER
MY COMM. EXP. 8-2-98
No. CG 38719


Signature of Notary Public

Theresa L. Rathfelder
Print Name of Notary Public

I am a Notary Public of the State of Florida,
and my commission expires on 8/2/98.