

A97000002735

LAW OFFICES OF

WM. NEWT HUDSON

WM. NEWT HUDSON
CHARLES M. PHILLIPS

23 WEST TARPON AVENUE
TARPON SPRINGS, FLORIDA 34689

TARPON SPRINGS (813) 938-2004
FAX (813) 934-9960

December 12, 1997

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

200002372242-2
-12/15/97-01078-004
***140.00 ***140.00

RE: Certificate of Limited Partnership

Gentlemen:

Please find enclosed an original and one copy Certificate of Limited Partnership for Sun Country Mobile Home Park, Ltd., a Florida Limited partnership, and accompanying attachments, for filing. Also enclosed is a check in the amount of \$140.00 which represents the following fees:

Filing fee	\$ 52.50
Certified copy	\$ 52.50
Registered Agent fee	\$ 35.00
=====	
	\$140.00

Please file the original of the enclosed Certificate and return a certified copy to the undersigned.

Your prompt attention to this matter will be greatly appreciated. Please feel free to give me a call should you have any questions.

Yours truly,

WM. NEWT HUDSON

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 15 PM 1:55

FILED

Name	WNH/dm	WNH/dm
Availability	inc.	dec
Document Examiner		DCC
Underwriter		DCC
Underwriter Verifier		DCC
Adm. Serv. Agent		DCC
W.P. Verifier		DCC

TC
\$500.00

A97000002735

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR
SUN COUNTRY MOBILE HOME PARK, LTD., A FLORIDA LIMITED PARTNERSHIP**

The undersigned, Edna R. Menna, an individual, does hereby execute for filing with the State of Florida, Department of State, this Certificate of Limited Partnership for Sun Country Mobile Home Park, Ltd., a Florida Limited Partnership, and sets forth the following:

1. The name of the limited partnership is: Sun Country Mobile Home Park, Ltd., a Florida Limited Partnership

2. The address of the office of the limited partnership is: 799 East Klosterman Road, Tarpon Springs, Florida 34689

3. The name and address of the Registered Agent of the limited partnership, for service of process and all other requirements of Part I of Chapter 620 of the Florida Statutes is: Wm. Newt Hudson, Esquire, 23 West Tarpon Avenue, Tarpon Springs, Florida 34689.

4. The name and business address of each general partner are as follows: Edna R. Menna, 799 East Klosterman Road, Tarpon Springs, Florida 34689.

5. The mailing address for the limited partnership is: 799 East Klosterman Road, Tarpon Springs, Florida 34689.

6. That the limited partnership is to be of perpetual existence.

7. That the limited partnership shall be deemed to be formed at the time of the filing of this Certificate of Limited Partnership with the State of Florida, Department of State.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
97 DEC 14 PM 1:55
FILED

AFFIDAVIT OF EDNA R. MENNA, as General Partner of Sun Country Mobile Home Park, Ltd., a Florida Limited Partnership

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME personally appeared EDNA R. MENNA who was first duly sworn and said as follows:

1. That she is EDNA R. MENNA, the General Partner of Sun Country Mobile Home Park, Ltd., a Florida Limited Partnership.

2. That the amount of the capital contributions of the limited partners of Sun Country Mobile Home Park, Ltd. are as follows:

Michael Menna, Jr. \$500.00

3. That the amount anticipated to be contributed by the limited partners is as follows:

\$0

4. That this affidavit is being filed with the State of Florida, Department of State, pursuant to Section 620.108 of the Florida Statutes.

FURTHER AFFIANT SAYETH NAUGHT.

Edna R. Menna
Edna R. Menna

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 12th day of December, 1997, by EDNA R. MENNA, who [] is personally known to me; or who [] has produced a Driver's License or Non-Driver's I.D. issued by a U.S. State as identification (_____) and who (did/did not) take an oath.

Donna J. Mercek

Notary/Donna J. Mercek
Commission No.: CC633714
Commission Expires 5/19/01

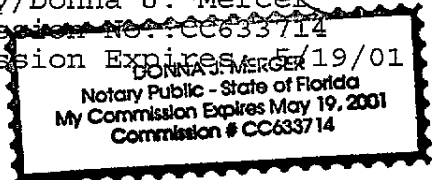


Exhibit "A" to Certificate of Limited Partnership for Sun Country Mobile Home Park, Ltd., a Florida Limited Partnership

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
97 DEC 15 PM 1:55
FILED

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT
FOR
SUN COUNTRY MOBILE HOME PARK, LTD., a Florida Limited Partnership

STATE OF FLORIDA
COUNTY OF PINELLAS

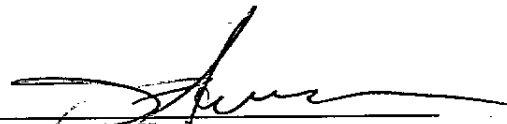
BEFORE ME personally appeared WM. NEWT HUDSON, ESQUIRE, who was first duly sworn and said:

1. That he is WM. NEWT HUDSON and the matters contained herein are based upon his own personal knowledge.

2. That he has reviewed the Certificate of Limited Partnership for Sun Country Mobile Home Park, Ltd., wherein he is named as the Registered Agent for the limited partnership and that he does hereby accept the appointment as Registered Agent for the limited partnership and he does hereby agree to perform all duties required of him as Registered Agent for Sun Country Mobile Home Park, Ltd., a Florida Limited Partnership, as required by Part I of Chapter 620 of the Florida Statutes.

3. That he does hereby certify that his address for service of process on Sun Country Mobile Home Park, Ltd., a Florida Limited Partnership, and for all other purposes under Part I of Chapter 620 of the Florida Statutes is as follows: 23 West Tarpon Avenue, Tarpon Springs, Florida 34689.

FURTHER AFFIANT SAYETH NAUGHT.


Wm. Newt Hudson

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 12th day of December, 1997, by WM. NEWT HUDSON, who [] is personally known to me; or who [] has produced a Driver's License or Non-Driver's I.D. issued by a U.S. State as identification () and who (did/did not) take an oath.

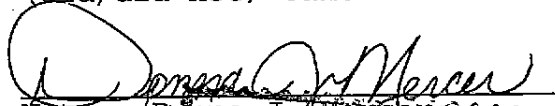

Notary/Donna J. Mercer
Commission No.: 66633714
Commission Expires May 19, 2001
Commission # CC633714

Exhibit "B" to Certificate of Limited Partnership for Sun Country Mobile Home Park, Ltd., a Florida Limited Partnership