

A98000000924



ACCOUNT NO. : 072100000032

REFERENCE : 781380 4381472

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 148.75

ORDER DATE : April 14, 1998

ORDER TIME : 3:59 PM

ORDER NO. : 781380-015

CUSTOMER NO: 4381472

CUSTOMER: Ms. Laurie Bergstresser
BROAD AND CASSEL

Suite 1100
390 North Orange Avenue
Orlando, FL 32801

500002488865-0

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 15 AM 10:30

DOMESTIC FILING

NAME: W MEADOWS, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

(4)

RECEIVED
98 APR 15 AM 8:32
DIVISION OF CORPORATIONS

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

BYC
4/15/98

CERTIFICATE OF LIMITED PARTNERSHIP
OF
W MEADOWS, LTD.

FILED STATE
SECRETARY OF CORPORATIONS
98 APR 15 AM 10:30

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

1. The name of the Partnership shall be W MEADOWS, LTD.
2. The address of the office where records shall be kept shall be 950 N. Orlando Avenue, Suite 320, Winter Park, Florida 32789. 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:

W Meadows, Inc., a Florida corporation
950 N. Orlando Avenue
Suite 320
Winter Park, Florida 32789 *pg 8000034185*
4. The initial mailing address of the limited partnership is 950 N. Orlando Avenue, Suite 320, Winter Park, Florida 32789.
5. The latest date upon which the Partnership is to dissolve shall be December 31, 2048.
6. This Agreement has been executed by the undersigned effective as of the 10th day of April, 1998.

GENERAL PARTNER:

W MEADOWS, INC., a Florida corporation

By: 

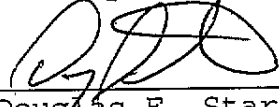
Charles B. Palmer,
Vice President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for W MEADOWS, 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.

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98 APR 15 AM 10:30

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

By: 
Douglas E. Starcher, Vice
President

Dated this 10th day of April, 1998.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 15 AM 10:30

AFFIDAVIT
OF
CAPITAL CONTRIBUTIONS

The undersigned being the sole General Partner of W MEADOWS, 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 W MEADOWS, 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 \$150.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER:

W MEADOWS, INC., a Florida corporation

By: [Signature]
Charles B. Palmer,
Vice President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 10 day of April, 1998, by Charles B. Palmer, Vice President of W Meadows, Inc., a Florida corporation, the General Partner of W Meadows, Ltd., a Florida limited partnership, and who is personally known to me.

Brenda A King
Notary Public
My Commission Expires: 6/22/2001
Print, type or stamp name of notary Brenda A. King

 NOTARY PUBLIC
STATE OF FLORIDA
BRENDA A. KING
COMMISSION # CC 644866
EXPIRES JUN 22, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.