

A 98000002641



Attorneys at Law

Andrew R. Reilly & Associates

P.O. Box 2039 • Haines City, Florida 33845 U.S.A. Telephone (941) 422-5978 • FAX: (941) 421-2771 FEDX/UPS: 95 South 10th Street, Haines City, Florida 33844 U.S.A.

Andrew R. Reilly Fred Reilly

July 14, 1998

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

500002590595-50 -07/16/98--01055--001 ***1846.25 ***1846.25 500002590595--6 -11/25/98--01067--001 *****61.25 *****61.25

Re: Filing of Village At Town Center Limited Partnership

Dear Sir,

Enclosed for filing is a Certificate of Limited Partnership of VILLAGE AT TOWN CENTER LIMITED PARTNERSHIP and Affidavit of Capital Contribution.

Also enclosed is my check number 1479 in the amount of \$1,846.25 to cover the following:

1.	Filing Fee	\$1,750.00
2.	Registered Agent Designation	\$ 35.00
3.	Certified copy of Certification	\$ 52.50
4.	Additional copy of Certification	\$ 8.75
TOTAL		\$1,846.25

Please contact the undersigned at (941) 422-5978 and send the acknowledgment to:

Andrew R. Reilly, Esquire Post Office Box 2039 Haines City, FL 33845

FILED 98 NOV 30 PM 4:00 SECRETARY OF STATE TALLAHASSEE FLORIDA

Name	7/17/98
Availability	dcc
Very truly yours,	
Document Examiner	<i>[Signature]</i>
Andrew R. Reilly	
ARR/adf	
Version	DCC
cc:	Mr. John Marling
Ackno	DCC
DEPTSTATELTR (97R)60 ADF 07/06/98	
W. P. Venter	JCC

C. TAX	_____
FILING	_____
R. AGENT FEE	_____
C. CHECK	61.25
TOTAL	_____
N. BANK	_____
BALANCE DUE	_____
REFUND	_____

\$ 1,846,000.00

"The courts shall be open to every person for redress of any injury, and justice shall be administered without sale, denial or delay."

Article I, § 21 - Florida Constitution

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A98000002641



Attorneys at Law

**Andrew R. Reilly
& Associates**

P.O. Box 2039 • Haines City, Florida 33845 U.S.A.
Telephone (941) 422-5978 • FAX: (941) 421-2771
FEDX/UPS: 95 South 10th Street, Haines City, Florida 33844 U.S.A.

Andrew R. Reilly
Fred Reilly

July 22, 1998

Via Federal Express
Tel. (850) 488-9000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Filing of Village At Town Center Limited Partnership
Your letter no. 698A00038122

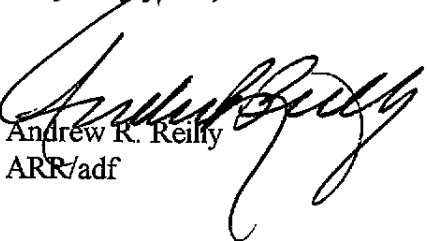
Dear Sir,

Enclosed in response to your letter dated July 17, 1998, please find our firm check in the amount of \$50.00 for filing fees.

Also enclosed is a Federal Express Mailer (pre addressed with our account number). Would you please use it to forward the Certified and extra copy of the Certificate to me.

Thank you for your kind assistance.

Very truly yours,


Andrew R. Reilly
ARR/adf



Attorneys at Law

Andrew R. Reilly & Associates

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Andrew R. Reilly
Fred Reilly

November 23, 1998

Via Federal Express
Tel. (850) 488-9000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Filing of Village At Town Center Limited Partnership
Your letter no. 698A00038122

Dear Sir,

This is to supplement my July 22, 1998 response to your letter dated July 17, 1998 by submitting the following:

- A. Domestication of Administrative General Partner of Village at Town Center Limited Partnership.
 1. Application By Foreign Corporation For Authorization To Transact Business in Florida.
 2. Certificate of Good Standing of Brown VTC, Inc., a Maryland corporation.
 3. My firm check in the amount of \$292.50 for:
 - a. \$70.00 Registration Fee.
 - b. \$35.00 Registered Agent Designation.
 - c. \$105.00 Certified copies (2).
 - d. \$17.50 Certificate of Status (2).

- B. Register General Partner of Village at Town Center Limited Partnership.
 1. Partnership Registration Statement.
 2. My firm check in the amount of \$172.50 for:
 - a. \$50.00 Filing Fee.
 - b. \$105.00 Certified copy (2).
 - c. \$17.50 Certificate of Status (2).

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*"The courts shall be open to every person for redress of any injury,
and justice shall be administered without sale, denial or delay."*

Article I, § 21 - Florida Constitution

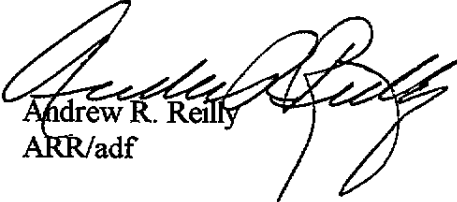
- C. In my original letter, July 14, 1998, I requested only one certified copy of Certification of Village at Town Center Limited Partnership and one additional copy of certification. I need two of each. Enclosed is my firm check in the amount of \$61.25 for these second copies.
- D. On July 22, 1998 I forwarded an additional \$50.00 filing fee as requested by your July 17, 1998 letter. Copies of my July 14th and July 22nd letters are enclosed for reference.

Also enclosed is a Federal Express Mailer (pre addressed with our account number). Would you please use it to forward the various certificates and copies to me at:

Andrew R. Reilly & Associates
Andrew R. Reilly, Esquire
95 South 10th Street
Haines City, FL 33844

Thank you for your kind assistance.

Very truly yours,



Andrew R. Reilly
ARR/adf

xc: John H. Marling
Terry F. Hall, Esquire



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1998

ANDREW R. REILLY, ESQ.
P.O. BOX 2039
HAINES CITY, FL 33845

SUBJECT: VILLAGE AT TOWN CENTER LIMITED PARTNERSHIP
Ref. Number: W98000016301

We have received your document for VILLAGE AT TOWN CENTER LIMITED PARTNERSHIP and your check(s) totaling \$1846.25. However, the document has not been filed and is being retained in this office for the following:

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

You submitted the form for the general partnership, however, you didn't submit the filing fee to file it. We will need \$50.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 698A00038122



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 23, 1998

ANDREW R. REILLY, ESQ.
P.O. BOX 2039
HAINES CITY, FL 33845

SUBJECT: VILLAGE AT TOWN CENTER LIMITED PARTNERSHIP
Ref. Number: W98000016301

We have received your document for VILLAGE AT TOWN CENTER LIMITED PARTNERSHIP and your check(s) totaling \$1896.25. However, the document has not been filed and is being retained in this office for the following:

You have listed on your application 2 general partners. You have filed a fictitious name application for Village Partners, a Florida General Partnership. But what about Brown VTC, Inc.? It must also be an active entity in our office.


Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 098A00039043

CERTIFICATE OF LIMITED PARTNERSHIP

1. VILLAGE AT TOWN CENTER LIMITED PARTNERSHIP
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd." or "Limited Partnership")
2. c/o Investors Realty, Ltd., Inc., 5728 Major Blvd., Suite 309, Orlando, FL 32819
(The Business Address of the Partnership)
3. CT Corporation System
(Name of Registered Agent for Service Of Process)
4. 1200 South Pine Island Road, Plantation, FL 33324
(Florida Street Address for Registered Agent)
5. 
PETER F. SOUZA
ASSISTANT SECRETARY
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. c/o Investors Realty, Ltd., Inc., 5728 Major Blvd., Suite 309, Orlando, FL 32819
(The Mailing Address of the Limited Partnership)
7. The latest update upon which the Limited Partnership is to be dissolved is December 31, 2048.


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 98 NOV 30 PM 4:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

8. NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS
<u>Brown VTC, Inc., a corporation</u> <u>Administrative General Partner</u> F98000006485	<u>225 East Redwood Street</u> <u>Baltimore, Maryland 21202</u>
<u>Village Partners, a Florida general partnership</u> <u>Managing General Partner</u> GP9800001039	<u>c/o Investors Realty, Ltd., Inc.</u> <u>5728 Major Blvd, Suite 309</u> <u>Orlando, Florida 32819</u>

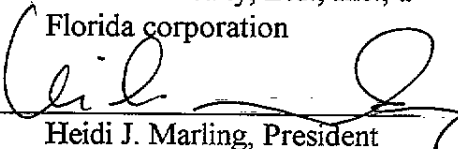
Signed this 13th day of July, 1998.

Signature of all general partners:

BROWN VTC, INC.
Administrative General Partner

By: 
Signature
Peter E. Bancroft
Typed or printed name of President

VILLAGE PARTNERS, a Florida
general partner
Managing General Partner

By: Investors Realty, Ltd., Inc., a
Florida corporation
By: 
Heidi J. Marling, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of **VILLAGE AT TOWN CENTER LIMITED PARTNERSHIP**, a Florida limited partnership, certify as follows:

The amount of capital contribution to date of the limited partners is \$400.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,200,000.00.

This 13th day of July, 1998.


FURTHER AFFIANT SAYETH NOT.

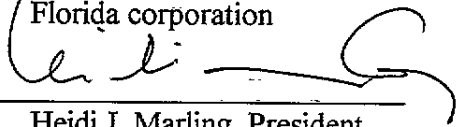
Under the penalties of perjury I (we) declare that I (we) have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

FILED
98 NOV 30 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BROWN VTC, INC.
Administrative General Partner

VILLAGE PARTNERS, a Florida
general partner
Managing General Partner

By: 
Signature
Peter E. BANCROFT
Typed or printed name of President

By: Investors Realty, Ltd., Inc., a
Florida corporation
By: 
Heidi J. Marling, President