

((H00000025415 1))

CERTIFICATE OF LIMITED PARTNERSHIP

OF

BARTRAM LAKES, LTD.

The undersigned, for the purpose of forming a limited partnership (the "Limited Partnership") under the provisions of Chapter 620 of the Florida Statutes, hereby agrees to the following:

ARTICLE I

Name and Address

The name of the Limited Partnership shall be BARTRAM LAKES, LTD. The initial place of business of the Limited Partnership and the initial office at which must be kept the records required by Section 620.106 of the Florida Statutes to be maintained shall be at (and the mailing address of the Limited Partnership shall be) 13361 Atlantic Boulevard, Jacksonville, Florida 32225.

ARTICLE II

Purpose and Powers

Section 1. The Limited Partnership is being formed for the purpose of engaging in any lawful activities or businesses for which limited partnerships may be formed under the laws of the State of Florida.

Section 2. The Limited Partnership may exercise all powers, rights, and privileges conferred on limited partnerships under the laws of the State of Florida.

ARTICLE III

Term of Existence

The Limited Partnership shall exist for no more than fifty (50) years. The existence of the Limited Partnership shall commence on the date this Certificate of Limited

This instrument was prepared by:
Joel B. Giles, Esquire
Florida Bar No.: 350591
Carlton Fields
Bank of America Tower
One Progress Plaza
200 Central Avenue, Suite 2300
Post Office Box 2861
St. Petersburg, Florida 33731-2861
(727) 821-7000
(727) 822-3768 (Facsimile)
jgile@carltonfields.com

FILED
00 MAY -8 PM 2: 16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Partnership is filed with the State of Florida Department of State. The latest date upon which the Limited Partnership is to dissolve shall be May 8, 2050.

ARTICLE IV
Agent for Service of Process

Section 1. The name of the initial agent for service of process required to be maintained by Section 620.105 of the Florida Statutes is Joel B. Giles.

Section 2. The address of the initial agent for service of process required to be maintained by Section 620.105 of the Florida Statutes is 200 Central Avenue, Suite 2300, Post Office Box 2861, St. Petersburg, Florida 33731-2861.

ARTICLE V
General Partner

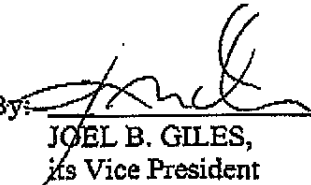
The sole general partner of the Limited Partnership is BARTRAM LAKES ASSOCIATES, INC., a corporation organized and existing and in good standing under the laws of the State of Florida the business and mailing addresses of which are 13361 Atlantic Boulevard, Jacksonville, Florida 32225. As of the date of execution hereof, the sole general partner is maintaining an active status with the State of Florida Department of State.

P-43142

IN WITNESS WHEREOF, the undersigned executed this Certificate of Limited Partnership on this 8th day of May, 2000.

GENERAL PARTNER:

BARTRAM LAKES ASSOCIATES, INC.

By: 
JOEL B. GILES,
its Vice President

(CORPORATE SEAL)

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STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 8th day of May, 2000, by JOEL B. GILES, as Vice President of BARTRAM LAKES ASSOCIATES, INC., a corporation organized and existing under the laws of the State of Florida, on behalf of the corporation, who is personally known to me.



Kimberly Falge
(Sign on this line)
KIMBERLY FALGE
(Print name legibly on this line)

NOTARY PUBLIC, State of Florida
COMMISSION NO.: _____
EXPIRATION DATE: _____

(SEAL)

FILED
00 MAY -8 PM 2: 16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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May-08-00 09:25

From-CARLTON FIELDS-ST.PETE

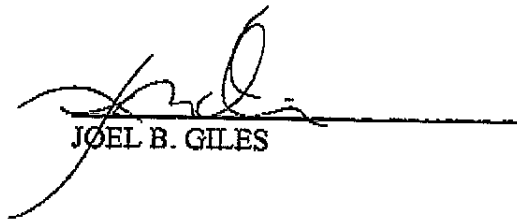
727-822-3768

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts his appointment and agrees to act as initial agent for service of process on BARTRAM LAKES, LTD., as provided in the foregoing Certificate of Limited Partnership.


JOEL B. GILES

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00 MAY -8 PM 2: 16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, on this day personally appeared JOEL B. GILES ("Affiant"), who, after being by me first duly sworn as required by law, deposes and says as follows:

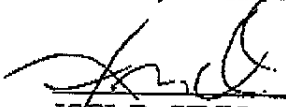
1. He is a Vice President of BARTRAM LAKES ASSOCIATES, INC., and has the authority to bind that entity and he is making the following statements in such capacity on behalf of BARTRAM LAKES ASSOCIATES, INC.

2. This Affidavit is being made to comply with the requirements of Section 620.108 of the Florida Statutes and shall be filed together with the Certificate of Limited Partnership of BARTRAM LAKES, LTD., (the "Certificate").

3. The total amount of the initial capital contributions of the limited partners as of the date of filing of the Certificate is One Thousand and No/100ths Dollars (\$1,000.00).

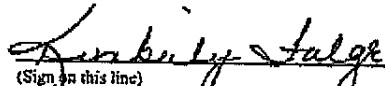
4. The total amount of the capital anticipated to be contributed by the limited partners is One Thousand and No/100ths Dollars (\$1,000.00), including the initial capital contribution of One Thousand and No/100ths Dollars (\$1,000.00) mentioned in paragraph 3 above.

Affiant further states that he is familiar with the nature of an oath and with the penalties provided by law for falsely swearing to statements made in an instrument of this nature. Affiant further certifies that he has read, or has heard read to him, the full facts of this affidavit and understands its content.



JOEL B. GILES

SWORN TO AND SUBSCRIBED before me this 8th day of May, 2000, by JOEL B. GILES, who is personally known to me.



(Sign on this line)
KIMBERLY FALGE

(Legibly print name on this line)



NOTARY PUBLIC, State of Florida
COMMISSION NO. _____
EXPIRATION DATE: _____

(SEAL)

FILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE