CCRS 103 N. MERIDIAN STREET, 4 R LOS OOOO TALLAHASSEE, FL 32301 FILING COVER SHEET ACCT. #FCA-14 CONTACT: **CINDY HICKS** DATE: REF. #: CORP. NAME:) ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION) ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME) FOREIGN QUALIFICATION IMITED PARTNERSHIP () LIMITED LIABILITY) REINSTATEMENT) MERGER () WITHDRAWAL) CERTIFICATE OF CANCELLATION () UCC-1 () UCC-3 ATE FEES PREPAID WITH CHECK# THORIZATION FOR ACCOUNT IF TO BE DEBITED: ASE RETURN: ERTIFIED COPY () CERTIFICATE OF GOOD STANDING iner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP

OF

SUNSHINE FAMILY 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, as set forth in Chapter 620 of the Florida Statutes, does hereby state the following:

- 1. The Partnership's name is **SUNSHINE FAMILY ASSOCIATES**, **LTD.**, a Florida Limited Partnership.
- 2. The address of the office of the Partnership is:

2500 Bern Creek Loop Sarasota, FL 34240

3. The name and street address of the Agent for service of process on the Partnership are as follows:

John A. Moran, Esquire Suite 300 22 South Links Avenue Sarasota, FL 34236

4. The name and business address of the General Partner are as follows:

a Florida corporation 2500 Bern Creek Loop Sarasota, FL 34240

5. The mailing address of the Partnership is:

2500 Bern Creek Loop Sarasota, FL 34240

6. The latest date on which the Limited Partnership is to be dissolved and its affairs wound up is December 31, 2050, unless the term of the Partnership is further extended by a Majority in Interest of the Partners, as defined in the Partnership Agreement.

Limited Of

7. The effective date of this Certificate of Limited?
Partnership shall be January 5, 2000.

The execution of this Certificate and Affidavit 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 WALTER S. BOYER, as President of SUNSHINE FAMILY, INC., a Florida corporation, the General Partner of SUNSHINE FAMILY ASSOCIATES, LTD., a Florida Limited Partnership, this 1991 day of 1999.

WITNESSES:

SUNSHINE FAMILY, INC.,

a Florida/corporation

By:

ALTER S. YER

President

"GENERAL PARTNER"

THIS INSTRUMENT PREPARED BY:
JOHN A. MORAN, ESQUIRE
Florida Bar No. 718335
DUNLAP & MORAN, P.A.
Post Office Box 3948
Sarasota, FL 34230-3948
Telephone: 941-366-0115
JAM:rr\4770-2 SUNSHINE FAMILY CERT

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF SUNSHINE FAMILY ASSOCIATES, LTD., a Florida Limited Partnership

The undersigned, WALTER S. BOYER, as President of SUNSHINE FAMILY, INC., the General Partner of SUNSHINE FAMILY ASSOCIATES, LTD., a Florida Limited Partnership, hereinafter referred to as the "Partnership", certifies as follows:

- 1. The amount of the capital contributions of the Limited Partners of the Partnership is \$\(\frac{4}{533}\), 946 \(\frac{60}{20}\).
- 2. The amount of additional capital contributions of the Limited Partners of the Partnership anticipated is NONE.

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

IN WITNESS WHEREOF, this Affidavit of Capital Contributions has been executed by WALTER S. BOYER, as President of SUNSHINE FAMILY, INC., a Florida corporation, the General Partner of SUNSHINE FAMILY ASSOCIATES, LTD., a Florida Limited Partnership, this Affiday of _______, 1999.

WITNESSES:

SUNSHINE FAMILY, INC., a Florida corporation

WALTER S. Bo President

"GENERAL PARTNER"

THIS INSTRUMENT PREPARED BY:
JOHN A. MORAN, ESQUIRE
Florida Bar No. 718335
DUNLAP & MORAN, P.A.
Post Office Box 3948
Sarasota, FL 34230-3948
Telephone: 941-366-0115
JAM:rr\4770-2 SUNSHINE FAMILY AFF2

SCHEDULE A

TO

SUNSHINE FAMILY ASSOCIATES, LTD., a Florida Limited Partnership

DAN 200 STATIONS

<u>Partner</u>

Capital Contribution and Partnership Interest

SUNSHINE FAMILY, , INC., a Florida corporation

"GENERAL PARTNER"

\$ 92,530 (2.0%)

THE WALTER S. BOYER REVOCABLE TRUST u/a dtd November 24, 1999

5<u>2,266,973</u> (49.0%)

and

THE MAGDALINE BOYER REVOCABLE TRUST u/a dtd November 24, 1999

\$2,266,973 (49.0%)

herein collectively referred to as "LIMITED PARTNERS"

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for SUNSHINE FAMILY ASSOCIATES, LTD., a Florida Limited Partnership, at the place designated in the foregoing Certificate of Limited Partnership, I, JOHN A. MORAN, ESQUIRE, hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192, Florida Statutes.

JOHN A. MORAN, ESQUIRE

Registered Agent

JAM:rr\4770-2 SUNSHINE FAMILY ARA