

CAPITAL CONNECTION INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-341-8022 • Fax (850) 224-1212

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FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 JAN 11 PM 11:50

RSG Family Limited Partnership

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3K
1/11/00

Signature _____

Requested by: LM

Name _____

Date 1-10

Time 9:00

Walk-In _____

Will Pick Up _____

Art of Inc. File _____

☒ LTD Partnership File Cert.

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

☒ Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

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RECEIVED
00 JAN 11 AM 10:17
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

12/27/99 15:55 FAX 13123729399

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DIVISION OF CORPORATIONS
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**CERTIFICATE OF LIMITED PARTNERSHIP OF
RSG FAMILY LIMITED PARTNERSHIP - TANGLEWOOD
a Florida limited partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act and in accordance with the requirement of F.S. 620.108, hereby states:

1. The name of the Partnership is: **RSG FAMILY LIMITED PARTNERSHIP - TANGLEWOOD.**

2. The address of the office of the Partnership is: **P.O. Box 1550, Marco Island, Florida 34146.**

3. The name and address of the agent for service of process on the Partnership is: **Ronald L. Glas, 850 South Collier Blvd., #1701, Marco Island, Florida 34145.**

4. The name and business address of the General Partner is:

**BARFIELD BAY HOLDINGS, INC., a Florida corporation
P.O. Box 1550
Marco Island, Florida 34146** p9800069907

5. The mailing address of the Partnership is:

**P.O. Box 1550
Marco Island, Florida 34146.**

6. The latest date upon which the Partnership shall dissolve is: **December 31, 2021.**

7. The purpose of the Partnership is to lease, purchase and develop land, buildings, improvements and personal property, and thereafter to operate, improve and manage the properties; to furnish services and goods in connection with the operation, improvement and management of the properties; to borrow funds for such purposes and to mortgage or otherwise encumber any or all of the Partnership's properties to secure such borrowings; to sell or otherwise dispose of the properties of the Partnership; and to undertake and carry on all activities necessary or advisable in connection with the acquisition, development, financing, ownership, operation, improvement, management and sale of the properties, all upon such terms and conditions as the General Partner, in its absolute discretion, deems in the best interests of the Partnership.

8. It is the intent of the General Partner of this limited partnership that the Partnership be formed at the time of the

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filing of this Certificate with the Florida Department of State

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of the RSG Family Limited Partnership - Tanglewood on this 28th day of December, 1999.

"GENERAL PARTNER"

BARFIELD BAY HOLDINGS, INC.,
a Florida corporation

By: [Signature]
Ronald L. Glas
President of Barfield Bay
Holdings, Inc.
General Partner of the RSG
Family Limited Partnership -
Tanglewood

STATE OF FLORIDA
COUNTY OF Collier

The foregoing instrument was acknowledged before me this 29th day of DECEMBER, 1999, by RONALD L. GLAS, the President of Barfield Bay Holdings, Inc., a Florida corporation, on behalf of the corporation, as general partner of the RSG Family Limited Partnership - Tanglewood, a Florida limited partnership. He is personally known to me ~~or did produce~~ as identification.



Beth A Glas
My Commission CC702381
Expires December 15, 2001

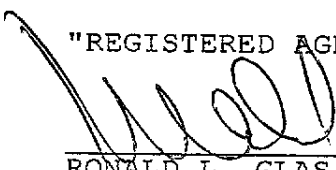
Beth A Glas
Notary Public
Name: BETH A. GLAS
My Commission Expires: 12/15/01

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03

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT
FOR RSG FAMILY LIMITED PARTNERSHIP - TANGLEWOOD**

Having been named as statutory registered agent for the RSG FAMILY LIMITED PARTNERSHIP - TANGLEWOOD, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent in line with F.S. 620.105(2).

"REGISTERED AGENT"


RONALD L. GLAS
RSG FAMILY LIMITED PARTNERSHIP -
TANGLEWOOD
850 South Collier Blvd., #1701
Marco Island, Florida 34145

STATE OF Florida
COUNTY OF Collier

The foregoing instrument was acknowledged before me this 29th day of December, 1999, by RONALD L. GLAS, as Registered Agent, who is personally known ~~or did produce~~ as identification.



Beth A Glas
My Commission CC702381
Expires December 15, 2001

Beth A. Glas
Notary Public

Print: BETH A. GLAS
My Commission Expires: 12/15/01

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS
TO RSG FAMILY LIMITED PARTNERSHIP - TANGLEWOOD

STATE OF Florida
COUNTY OF Collier

BEFORE ME, the undersigned authority, personally appeared **RONALD L. GLAS**, the President of Barfield Bay Holdings, Inc., as General Partner of the **RSG FAMILY LIMITED PARTNERSHIP - TANGLEWOOD** (the "Partnership"), who, upon being duly sworn, certifies as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, cash and property having a value of \$1,000.00.

2. It is not anticipated that additional capital contributions will be made by the Limited Partners.

Under penalties of perjury, the undersigned as an authorized officer of the General Partner declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

"GENERAL PARTNER"

BARFIELD BAY HOLDINGS, INC.,
a Florida corporation

By: _____

Ronald L. Glas
President of Barfield Bay
Holdings, Inc., General Partner of
the RSG Family Limited Partnership -
Tanglewood

STATE OF Florida
COUNTY OF Collier

The foregoing instrument was acknowledged before me this 29th day of DECEMBER, 1999, by RONALD L. GLAS, the President of Barfield Bay Holdings, Inc., a Florida corporation, on behalf of the corporation, as general partner of the RSG Family Limited Partnership - Tanglewood, a Florida limited partnership. He is personally known to me ~~or did produce~~ as ~~identification.~~

Beth A. Glas
Notary Public

Name: BETH A. GLAS

My Commission Expires: 12/15/01



Beth A Glas

My Commission CC702351

Expires December 15, 2001