



THE UNITED STATES
CORPORATION
COMPANY

A00000000116

ACCOUNT NO. : 072100000032

REFERENCE : 550981 10764A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 13, 2000

ORDER TIME : 11:11 AM

ORDER NO. : 550981-005

CUSTOMER NO: 10764A

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-01/13/00--01052--019
***1837.50 ***1837.50

CUSTOMER: William E. Loucks, Esq
SMITH HOOD PERKINS LOUCKS
SMITH HOOD PERKINS LOUCKS
Suite 900
444 Seabreeze Boulevard
Daytona Beach, FL 32118

DOMESTIC FILING

NAME: SHADOW LAKES ORMOND, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

JK

11/13/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 13 PM 3:52

RECEIVED
00 JAN 13 PM 12:17
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32310

CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLE I

The name of the Limited Partnership shall be:

Shadow Lakes Ormond, Ltd.

ARTICLE II

The address of the Limited Partnership is: 444 Seabreeze Boulevard, Suite 900, Daytona Beach, FL 32118, and the name and address of its agent for service of process is: Charles D. Hood, Jr., 444 Seabreeze Boulevard, Suite 900, Daytona Beach, FL 32118.

ARTICLE III

The name and business address of the General Partner is: SLAKES, INC., 444 Seabreeze Blvd., Suite 900, Daytona Beach, FL 32118.

ARTICLE IV

The mailing address for the Limited Partnership is: 444 Seabreeze Blvd., Suite 900, Daytona Beach, FL 32118.

ARTICLE V

The latest date upon which the Limited Partnership is to dissolve is December 31, 2030.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Certificate of Limited Partnership on this 11th day of January, 2000.

GENERAL PARTNER:

Slakes, Inc.

By

Charles D. Hood, Jr., President

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DIVISION OF CORPORATIONS
00 JAN 13 PM 3:52

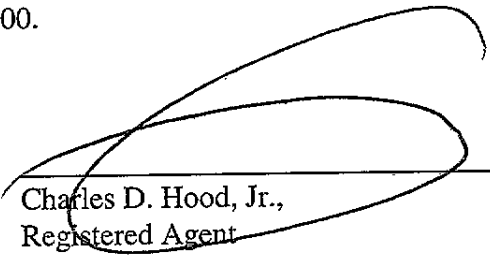
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SECRETARY OF STATE
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00 JAN 13 PM 3:52

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Shadow Lakes Ormond, Inc., which is contained in the foregoing Certificate of Limited Partnership.

DATED this 11th day of January, 2000.



Charles D. Hood, Jr.,
Registered Agent

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF VOLUSIA

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 JAN 13 PM 3:52

BEFORE ME, the undersigned, constituting the general partner of Shadow Lakes Ormond, Ltd., a Florida Limited Partnership, certifies as follows:

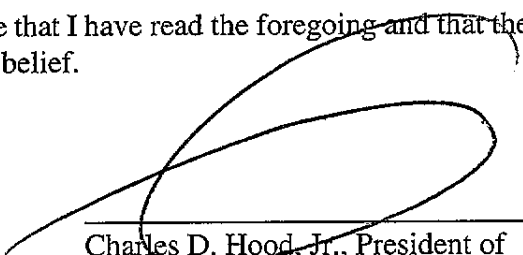
The amount of capital contributions to date of the limited partners is \$80,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,400,000.00.

Dated this 11th day of January, 2000.

FURTHER AFFIANT SAYETH NOT.

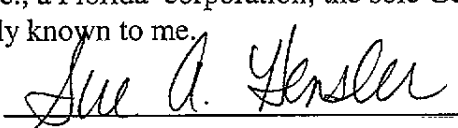
Under the penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.



Charles D. Hood, Jr., President of
Slakes, Inc.

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 11th day of January, 2000, by Charles D. Hood, Jr., President of Slakes, Inc., a Florida corporation, the sole General Partner of Shadow Lakes Ormond, Ltd. He is personally known to me.



Notary Name:

Notary Public, State of Florida

My Commission expires:

