ACCOUNT NO.: 072100000032

REFERENCE: 808288

11626A

AUTHORIZATION :

COST LIMIT :

\$ PPD

ORDER DATE : August 23, 2000

ORDER TIME : 11:44 AM

ORDER NO. : 808288-015

400003370504--3

-08/23/00--01071--018

CUSTOMER NO: 11626A

***1837.50 ***1837.50

CUSTOMER: Mr. Lester B. Law

Myers Krause & Stevens

Suite 600

5811 Pelican Bay Boulevard

Naples, FL 34108

DOMESTIC FILING

NAME:

ZIMMERMAN FAMILY PARTNERS,

Chertholy

EFFECTIVE DATE:

ARTICLES OF INCORPORATION ___ CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP ZIMMERMAN FAMILY PARTNERS, LTD.

The undersigned sole general partner, desiring to form a limited partnership pursuant laws of the State of Florida, certifies as follows:

1. Name of Limited Partnership. The name of the limited partnership ZIMMERMAN FAMILY PARTNERS, LTD.

2. Office for Maintenance of Business Records. The address of the office at which the records of the limited partnership will be kept is 1708 VENEZIA WAY, NAPLES, FLORIDA 34105.

3. Agent for Service of Process. The name and address of the partnership's agent for service of process in Florida are Lester B. Law, Esq., 5811 Pelican Bay Boulevard, Suite 600, Naples, Florida 34108.

4. **General Partner.** The name and business address of the General Partner in the Limited Partnership are as follows:

Name

200000079780

Address

ZIMMERMAN PARTNERS, INC.

1708 VENEZIA WAY NAPLES, FLORIDA 34105

5. Mailing Address of Partnership. The mailing address of the limited partnership is 1708 VENEZIA WAY, NAPLES, FLORIDA 34105.

6. **Latest Date of Dissolution.** The latest date on which the limited partnership is to dissolve is December 31, 2050.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof, and that the facts stated herein are true and correct.

Dated as of this ______ day of August, 2000.

ZIMMERMAN PARTNERS, INC.,

a Florida corporation

By: JUNE S. ZIMMERMAN

Its: PRESIDENT

I hereby accept appointment as registered agent for the partnership.

LESTER B. LAV

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole General Partner of ZIMMERMAN FAMILY PARTNERS, LTD., declares that the capital contributions of the Limited Partners in the partnership are as follows:

The Limited Partners have made and anticipate to make capital contributions of \$10,000,000.

Further Affiant sayeth not. Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof, and that the facts stated herein are true and correct.

ZIMMERMAN PARTNERS, INC., a Florida corporation,

GENERAL PARTNER

By: JUNE S. ZIMMERMAN

Its: PRESIDENT

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 16 day of August, 2000, by JUNE S. ZIMMERMAN, the President of ZIMMERMAN PARTNERS, INC., as General Partner of ZIMMERMAN FAMILY PARTNERS, LTD., who is personally known to me or who in has produced a driver license as identification.

Notary Public

State of Florida

My Commission Expires:

My Commission Number:

(Printed, typed or stamped commissioned name of Notary Public)

F) EPZimmerman-June/Lul/Certificate of LP and Affidavit of Capital Contribution doe/081600



