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812548/437.50-u
September 12, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

HGL Properties L.P. II, Ltd.

Filing Evidence

☐ Plain/Confirmation Copy

☒ Certified Copy

LP- 385.00
CERT 52.50

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments

☐ Certificate of Fictitious Name

☐

FILED STATE
DEPT OF CORPORATIONS
DIVISION OF CORPORATIONS
00 SEP 12 PM 3:56

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-09/13/00--01002--017
****437.50 ****437.50

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
X	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NEED TODAY

RECEIVED
00 SEP 12 PM 3:39
STATE
DEPT OF CORPORATIONS
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B/n
9/12

AFFIDAVIT AND
CERTIFICATE OF LIMITED PARTNERSHIP AND CAPITAL CONTRIBUTIONS
OF
HGL PROPERTIES L.P. II, LTD.

FILED IN STATE
CORPORATIONS
00 SEP 12 PM 3:56

The undersigned general partner files this Affidavit and Certificate of Limited Partnership of HGL Properties L.P. II, Ltd. with the Florida Secretary of State pursuant to the requirements of Section 620.108 of the Florida Revised Uniform Limited Partnership Act ("Act") in order to form a Florida limited partnership.

1. NAME. The name of the limited partnership is HGL Properties L.P. II, Ltd.

2. MAILING ADDRESS OF THE OFFICE AT WHICH THE RECORDS REQUIRED TO BE MAINTAINED BY THE PARTNERSHIP UNDER THE ACT ARE KEPT IS: 8120 Nations Way, Suite 202, Jacksonville, Florida 32256.

3. REGISTERED AGENT OF THE LIMITED PARTNERSHIP WILL BE: HGL Properties G.P., Inc., whose business address is 8120 Nations Way, Suite 202, Jacksonville, Florida 32256.

4. NAME AND ADDRESS OF THE GENERAL PARTNERS OF THE PARTNERSHIP ARE AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS</u>
HGL Properties G.P., Inc. 99800000267	8120 Nations Way, Suite 202 Jacksonville, Florida 32256

5. THE EFFECTIVE DATE OF THIS LIMITED PARTNERSHIP SHALL BE: September 11, 2000, or when this Certificate is filed with the Secretary of State, if later.

6. THE LATEST DATE UPON WHICH THE LIMITED PARTNERSHIP IS TO BE DISSOLVED AND ITS AFFAIRS WOUND UP WILL BE: December 31, 2040.

7. CAPITAL CONTRIBUTIONS AND ANTICIPATED CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS: The limited partners will make a total initial capital contribution of \$50,000 for their partnership interests and it is anticipated that the limited partners will make additional capital contributions of up to \$0.

8. AFFIRMATION. Each general partner hereby acknowledges that pursuant to the Act:

8.1 The execution of this certificate by the general

partners constitutes an affirmation under penalties of perjury that the facts stated herein are true;

8.2 The general partner accepts the liability imposed by the Act on the general partner for a false statement contained in this certificate; and

8.3 If, after the execution of this certificate a general partner knows that any arrangement or other fact described in this certificate has changed, making the statement inaccurate in any material respect, the general partner will forthwith cause this certificate to be cancelled or amended or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this 11th day of September 2000.

GENERAL PARTNER:

HGL PROPERTIES G.P., INC., a
Florida corporation

By: [Signature]
William W. Stout
Vice-President

STATE OF FLORIDA }
COUNTY OF DUVAL } SS

The foregoing instrument was acknowledged before me this 11th day of September, 2000, by WILLIAM W. STOUT, Vice-President of HGL PROPERTIES G.P., INC., a Florida corporation, on behalf of the corporation.



[Signature]
(Print Name _____)
NOTARY PUBLIC
State of Florida at Large
Commission # _____
My Commission Expires:
Personally Known _____
or Produced I.D. _____
[check one of the above]
Type of Identification Produced _____


CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.061 and 620.105, Florida
Statutes, the following is submitted:

HGL Properties L.P. II, Ltd., desiring to organize under the
laws of the State of Florida hereby designates HGL Properties G.P.,
Inc. as its registered agent to accept service of process within
the State of Florida and the address of its registered office shall
be 8120 Nations Way, Suite 202, Jacksonville, Florida 32256.

HGL PROPERTIES L.P. II, LTD., a
Florida limited partnership

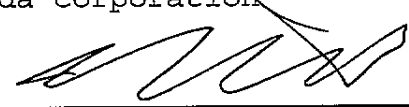
By: HGL PROPERTIES G.P.,
INC., a Florida
corporation, its general
partner

By: 
William W. Stout
Vice President

Dated: 9/11, 2000

Having been named to accept service of process for the above
named limited partnership at the place designated in this Affidavit
and Certificate, the undersigned hereby agrees to act in this
capacity and further agrees to comply with the provisions of the
Florida Revised Uniform Limited Partnership Act (1986) relative to
the keeping of said office and the proper and complete performance
of its duties.

HGL PROPERTIES G.P., INC., a
Florida corporation

By: 
William W. Stout
Vice President

Dated: 9/11, 2000