



THE UNITED STATES  
CORPORATION  
COMPANY

A00000001541

ACCOUNT NO. : 072100000032

REFERENCE : 859640 4352702

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 1898.75

FILED  
OCT 11 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : October 11, 2000

ORDER TIME : 10:29 AM

ORDER NO. : 859640-005

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis  
Williams Parker Harrison Dietz  
& Getzen  
200 South Orange Avenue

000003421720--8

Sarasota, FL 34236

DOMESTIC FILING

NAME: HILLHO PARTNERS, LTD.

EFFECTIVE DATE:

7

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY (2)

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: \_\_\_\_\_

3K 10/11

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HILLHO PARTNERS, LTD.  
A FLORIDA LIMITED PARTNERSHIP**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986) as set forth in Chapter 820, Part I, of the Florida Statutes, hereby states the following:

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1. The name of the limited partnership is "Hillho Partners, Ltd."
2. The address of the office of the limited partnership is

2032 Hillview Street  
Sarasota, Florida 34239

3. The name and address of the agent for service of process on the limited partnership is William G. Lambrecht, 200 S. Orange Avenue, Sarasota, Florida 34236

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

Palma Sola Enterprises, Inc., a Florida corporation  
2032 Hillview Street  
Sarasota, Florida 34239

H82239

5. The mailing address of the limited partnership is

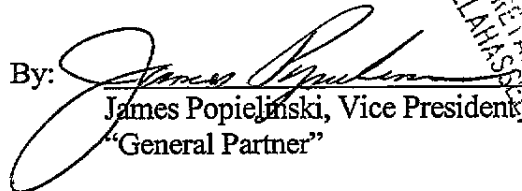
2032 Hillview Street  
Sarasota, Florida 34239

6. The latest date upon which the limited partnership shall dissolve is December 31, 2030.
7. The execution of this Certificate 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 the General Partner of Hillho Partners, Ltd. this the 10<sup>th</sup> day of October 2000.

PALMA SOLA ENTERPRISES, INC.,  
a Florida Corporation

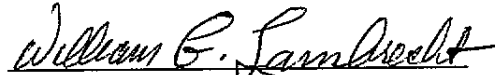
By:

  
James Popielinski, Vice President  
"General Partner"

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for Hillho Partners, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees 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.

  
William G. Lambrecht  
"Registered Agent"

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA  
COUNTY OF SARASOTA

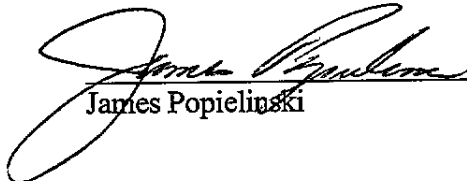
BEFORE ME, the undersigned authority, personally appeared James Popielinski, as Vice President of Palma Sola Enterprises, Inc., a Florida corporation, which is the General Partner of Hillho Partners, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon first being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership by the Limited Partners is \$265,000.

2. The amount of additional capital contributions anticipated to be contributed by the Limited Partners is \$3,160,000.

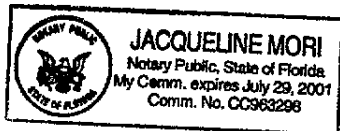
FURTHER AFFIANT SAYETH NAUGHT.

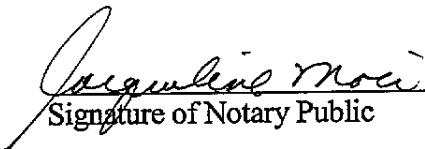
Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.

  
James Popielinski

SWORN TO AND SUBSCRIBED before me this 10<sup>th</sup> day of October 2000 by James Popielinski, who is personally known to me or who has produced \_\_\_\_\_ as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)



  
Signature of Notary Public  
Jacqueline Mori  
Print Name of Notary Public

I am a Notary Public of the State of Florida, and my commission expires on 7-29-01.