CORPORATE ACCESS, INC. (850) 222-2666 or (800) 969-1666 . Fax (850) **WALK IN** PICK UP 10/12/00 11:00 CERTIFIED COPY 2.) (CORPORATE NAME & DOCUMENT #) 3.) (CORPORATE NAME & DOCUMENT #) (CORPORATE NAME & DOCUMENT #) 5.) (CORPORATE NAME & DOCUMENT #) SPECIAL INSTRUCTIONS

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SECRETARY OF STATE

20 12 W 10: 47

# CERTIFICATE OF LIMITED PARTNERSHIP AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS

OF

## KBJ REALTY VENTURE, LTD.

The undersigned general partners file this Certificate of Limited Partnership of KBJ Realty Venture, Ltd. with the Florida Secretary of State pursuant to the requirements of Section 620.108 of the Florida Revised Uniform Limited Partnership Act (the "Act"), in order to form a Florida limited partnership.

- .1. NAME. The name of the limited partnership is REST Realty Venture, Ltd.
- .2. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE OFFICE AT WHICH THE RECORDS REQUIRED TO BE MAINTAINED BY THE PARTNERSHIP UNDER THE ACT ARE KEPT IS: 510 North Julia Street, Jacksonville, Florida 32202.
- .3. REGISTERED AGENT OF THE LIMITED PARTNERSHIP WILL BE: John W. Ruth, whose business address is 510 North Julia Street, Jacksonville, Florida 32202.
- .4. NAME AND ADDRESS OF THE GENERAL PARTNERS OF THE PARTNERSHIP ARE AS FOLLOWS:

#### NAME

### **ADDRESS**

Walter Q. Taylor	510 North Julia Street Jacksonville, Florida 32202
John W. Ruth	510 North Julia Street Jacksonville, Florida 32202
Craig A. Kirkwood	510 North Julia Street Jacksonville, Florida 32202
William T. Morris	510 North Julia Street Jacksonville, Florida 32202
thomas K. Rensing	510 North Julia Street Jacksonville, Florida 32202

- .5. THE EFFECTIVE DATE OF THIS LIMITED PARTNERSHIP SHALL BE when this Certificate is filed with the Secretary of State.
- .6. THE LATEST DATE UPON WHICH THE LIMITED PARTNERSHIP IS TO BE DISSOLVED AND ITS AFFAIRS WOUND UP WILL BE: December 31, 2050.

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- .7. CONTRIBUTIONS AND ANTICIPATED CONTRIBUTIONS OF LAMSTED PARTNERS: The limited partners will make initial capital contributions for their partnership interest of  $\$-\mathcal{O}-$  and it is anticipated that the limited partners may make additional capital contributions of up to  $\$-\mathcal{O}-$ .
- .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 partners accept the liability imposed by the Act on the general partners 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 canceled or amended, or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this  $9^{\frac{11}{12}}$  day of October, 2000.

GENERAL PARTNERS:

7-10-00

CRAIG A KIRKWOOD

YILLYAM T. MORRIS

THOMAS K. RÉNSING

O BY TO MIGHT

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing was acknowledged before me this of 1000, 2000, by WALTER Q. TAYLOR, who is ( ) personally known to me, or ( ) who produced a Florida Driver's License as identification, and who did take an oath and personally appeared before me.

NOTARY PVBLIC, State of Florida

Print Name:

9-24-04 My Commission Expires:

Commission Number:

STATE OF FLORIDA

COUNTY OF DUVAL



Betty M. Santoni MY COMMISSION # CC957748 EXPIRES September 24, 2004 SONDED THRU TROY FAIN INSURANCE, INC.

The foregoing was acknowledged before me this bu , 2000, by JOHN W. RUTH, who is ( ) personally ) who produced a Florida Driver's License as known to me, or ( identification, and who did take an oath and personally appeared before me.

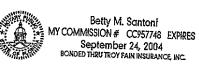
NOTARY PUBLIC State of Florida

Print Name:

My Commission Expires: 974-04,

Commission Number:

cc457748



STATE OF FLORIDA

COUNTY OF DUVAL

of \_\_\_\_\_\_, 20 \_\_\_\_\_, by CRAIG A. KIRKWOOD, who is (\_\_\_\_) personally known to me, or (\_\_\_\_) who produced a Florida Driver's License as identification, and who did take an oath and personally appeared before me.

NOTARY PUBLIC, State of Florida

Print Name

My Commission Expires: 9-24-04

Commission Number:

STATE OF FLORIDA

COUNTY OF DUVAL



OF INTERPRETATIONS

NOTARY PUBLIC, State of Florida

Print Name:

My Commission Expires: 9-24-04 Commission Number: CC 95 7748



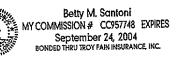
STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing was acknowledged before me this of \_\_\_\_\_\_\_, 20\_\_\_\_\_\_, by THOMAS K. RENSING, who is (\_\_\_\_\_)
personally known to me, or (\_\_\_\_\_) who produced a Florida Driver's
License as identification, and who did take an oath and personally appeared before me.

NOTARY PUBLIC, State of Florida

Print Name:
My Commission Expires: 9-24-04 Commission Number: CC 957748





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

In compliance with Sections 48.091 and 620.105 Florida Statutes, the following is submitted:

KBJ Realty Venture, Ltd., desiring to organize or qualify under the laws of the State of Florida hereby designates John W. Ruth as its registered Agent to accept service of process within the State of Florida and the address of its registered office shall be 510 North Julia Street, Jacksonville, Florida 32202.

DATED this 9th day of Octob 32

2000

GENERAL PARTNERS:

TOUR W. DUM

CRAIG A. KIRKWOOD

ILLIAM TY. MORRYS

THOMAS K. RENSING

Having been named as registered agent to accept service of process for the above stated limited partnership, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statute relating to the

proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 9th day of October, 2000.

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