

A0100000168

GRAY, HARRIS & ROBINSON

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
SUITE 250
225 SOUTH ADAMS STREET
POST OFFICE BOX 11189

TALLAHASSEE, FL 32302-3189

TELEPHONE 850-222-7717
FAX 850-222-3494
www.ghrlaw.com

E-MAIL ADDRESS

ghr01@earthlink.net

Kelly B. Plante, Esquire

January 31, 2001

PLEASE FILE THIS SECOND

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

To Whom It May Concern:

A-1-168

100003618291--2
-02/01/01--01001--023
***1875.50 ***1875.50

Enclosed for filing, please find the **CERTIFICATE OF LIMITED PARTNERSHIP AND AFFIDAVIT OF CAPITAL CONTRIBUTION**, along with a check in the amount of **\$1,875.50** for the applicable filing fees and to obtain a **CERTIFIED** copy of the **CERTIFICATE** for the following entity:

ADELA W, LTD.

Upon receipt, please "date-stamp" the copy of the letter provided and call Ann Cotroneo at 222-7718, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Kelly B. Plante
for Kelly B. Plante

KBP/amc
Enclosures
GHRCORP/GHR3.33
Buchanan/6182-2

FILED
RECORDED
01 JAN 31 PM 4:27
01 JAN 31 PM 3:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA
DIVISION OF CORPORATION

WLC
2/f

4p



CERTIFICATE OF LIMITED PARTNERSHIP
AND AFFIDAVIT OF CAPITAL CONTRIBUTION OF
ADELA W. LTD.

This Certificate of Limited Partnership and Affidavit of Capital contribution executed this 30th day of January, 2001, by JDGW, Inc., a Florida corporation, as General Partner, and Adela W, Ltd., a Florida limited partnership (the "Partnership"). It is the intention of the parties that this Certificate of Limited Partnership and Affidavit of Capital Contribution evidences a limited partnership which complies with Chapter 620, Florida Statutes. The undersigned, upon being duly sworn, deposes and says:

1. Name of Partnership. The name of the limited partnership is Adela W, Ltd.
2. Address and Office. The address and office of the Partnership shall be 566 Sylvan Drive, Winter Park, Florida 32789. The records required to be kept by the Partnership pursuant to Section 620.106 Florida Statutes shall be maintained at the office of the Partnership.
3. Agent for Service of Process. The agent for service or process on the Partnership shall be / , whose address is 301 E. Pine Street, Suite 1400, Orlando, Florida 32802
Richard M. Robinson
4. Name and Business Address of General Partner. The General Partner is JDGW, Inc., a Florida corporation. The address of the General Partner is 566 Sylvan Drive, Winter Park, Florida 32789.
5. Mailing Address of Limited Partnership. The mailing address for the Partnership is 566 Sylvan Drive, Winter Park, Florida 32789.
6. Latest Date of Dissolution. The latest date upon which the Partnership shall dissolve shall be December 31, 2091.

PO 10000/1972

FILED
31 JAN 31 PM 3:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership as of the day, month and year first above written.

WITNESS:

Sharon Van Ravenswaay
Barbara S. Buchanan

GENERAL PARTNER:

JDGW, INC.
a Florida corporation

By: Joyce M. Walker
Joyce M. Walker
Its: President

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Certificate and Agreement of Limited Partnership of Adela W, Ltd., I hereby accept and agree to act in this capacity.

Richard M. Robinson
Richard M. Robinson

FILED
01 JAN 31 PM 3:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTION
OF THE LIMITED PARTNER

JDGW, Inc., a Florida corporation, the sole General Partner of Adela W, Ltd., a Florida limited partnership, through its duly authorized officer, states as follows:

1. The amount of the capital contribution that has been made by the Limited Partners is \$100.00.
2. The amount anticipated to be contributed by the Limited Partners is \$411,000.00.

FURTHER the Affiant sayeth naught.

GENERAL PARTNER:
JDGW, INC.
a Florida corporation

By: Joyce M. Walker
Joyce M. Walker
Its President

FILED
01 JAN 31 PM 3:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA