

FEB-12-2001 MON 02:12 PM

FAX NO.

P. 01

Division of Corporations

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Division of Corporations  
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FLORIDA LIMITED PARTNERSHIP

Tradewinds II, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$148.75

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
TRADEWINDS II, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the general partner of TRADEWINDS II, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be TRADEWINDS II, LTD. (the "Partnership").
2. The address of the initial office where records shall be kept shall be 5505 N. Atlantic Avenue, #115, Cocoa Beach, Florida 32931. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

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

**TRADEWINDS HAMMOCKS II, L.L.C.**, a Florida limited liability company  
5505 N. Atlantic Avenue, #115 L-5122  
Cocoa Beach, Florida 32931

The initial mailing address of the limited partnership is P.O. Box 4961, Orlando, Florida 32802-4961.

4. The latest date upon which the Partnership is to dissolve shall be December 31, 2061.

This Certificate has been executed by the undersigned as of the 12<sup>th</sup> day of February, 2001.

**GENERAL PARTNER:**

**TRADEWINDS HAMMOCKS II, L.L.C.**, a  
Florida limited liability company

By: Heritage Partners XIX, Inc., a Florida  
corporation, its member

By:   
Jacqueline McPhillips, President

Attorney Name: Randal M. Allgood, PA.  
Broad and Cassel Attorneys at Law  
390 North Orange Avenue, Suite 1100  
Orlando, Florida 32801  
Telephone: (407) 833-4200  
Florida Bar No.: 459445

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P. 03

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**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated as the Registered Agent for TRADEWINDS II, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in §620.192, Florida Statutes.

**B&C CORPORATE SERVICES OF CENTRAL  
FLORIDA, INC.,** a Florida corporation

By: 

Laurie L. Bergstresser,  
Vice President

Dated this 12<sup>th</sup> day of February, 2001.

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P. 03

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FEB-12-2001 MON 11:59 AM

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The undersigned being the general partner of TRADEWINDS II, LTD. and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of TRADEWINDS II, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

**GENERAL PARTNER:**

**TRADEWINDS HAMMOCKS II, L.L.C., a**  
Florida limited liability company

By: Heritage Partners Group XIX, Inc., a Florida  
corporation, its member

By: Jacqueline McPhillips  
Jacqueline McPhillips, President

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TALLAHASSEE, FLORIDA

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Dated this 12<sup>th</sup> day of February, 2001.

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of February, 2001, by Jacqueline McPhillips, as President of Heritage Partners Group XIX, Inc., member of Tradewinds Hammocks II, L.L.C., the general partner of TRADEWINDS II, Ltd., a Florida limited partnership. He is personally known to me or has produced \_\_\_\_\_ as identification and who did/did not take an oath.

Alison Kerr-Hull Colvard  
(Signature of Notary/Public)



ALISON KERR-HULL COLVARD  
COMMISSION # CC617945  
EXPIRES FEB 02, 2001  
BONDED THROUGH  
ATLANTIC BONDING CO., INC.

(Typed name of Notary Public)

Notary Public, State of Florida

Commission No. \_\_\_\_\_

My commission expires: \_\_\_\_\_