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CERTIFICATE OF LIMITED PARTNERSHIP

OF

LA MIRADA GARDENS, LTD

The undersigned, pursuant to the provisions of Section 620.108 of the Florida Statutes, do hereby certify and swear in this Certificate of Limited Partnership to the following:

1. NAME

The name of the Limited Partnership is:

LA MIRADA GARDENS, LTD.

2. REGISTERED AGENT

The name and address of the Registered Agent for the Limited Partnership is:

Renée Fowler 110 Bry Lynn Drive West Melbourne, Florida 32904

GENERAL PARTNERS 3.

The names and business addresses of the general partners are as follows:

F99000018036

The Germaine Company, Inc.

204 West 13th Street Bradenton, Florida 34205

LO100002622 CHP La Mirada, LLC 1261 Glenwood Avenue

Atlanta, Georgia 30316

TCG La Mirada, Inc. pol WWY 27 2937 SW 27th Avenue, Suite 303

Coconut Grove, Florida 33133

MAILING ADDRESS 4.

The mailing address for the Limited Partnership and the location of its principal place of business is as follows:

> c/o Regency Development Associates, Inc. 110 Bry Lynn Drive West Melbourne, Florida 32904

5. **DISSOLUTION DATE**

The latest date upon which the Limited Partnership is to dissolve is December 2052.

IN WITNESS WHEREOF, the General Partners have executed this Certificate of Limited Partnership this 15th day of February, 2001.

CHP La Mirada, LLC A Florida Limited Liability Company BY: C. Breck Kean, Managing Member
The Germaine Company, Inc. A Florida Corporation
BY:
Lena M. Gainer, Vice President
TCG La Mirada, Inc. A Florida Corporation
BY:
Luis Gonzalez, Vice President

5.

DISSOLUTION DATE

The latest date upon which the Limited Partnership is to dissolve is December 31, 2052.

IN WITNESS WHEREOF, the General Partners have executed this Certificate of Limited Partnership this 15th day of February, 2001.

CHP La Mirada, LLC A Florida Limited Liability Company
BY:
C. Breck Kean, Managing Member
The Germaine Company, Inc. A Florida Corporation BY: James Lena M. Gainer, Vice President
TCG La Mirada, Inc. A Florida Corporation
BY: Inis Gonzalez Vice President

5. **DISSOLUTION DATE**

The latest date upon which the Limited Partnership is to dissolve is December 2052.

IN WITNESS WHEREOF, the General Partners have executed this Certificate of Limited Partnership this 15th day of February, 2001.

CHP La Mirada, LLC
A Florida Limited Liability Company

BY:

C. Breck Kean, Managing Member

The Germaine Company, Inc. A Florida Corporation

BY: Lena M. Gaine

Lena M. Gainer, Vice President

TCG La Mirada, Inc.

A Florida Corporation

Luis Gonzalez, Vice Presiden

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ACCEPTANCE

Pursuant to Section 620.192 of the Florida Statutes, the undersigned accepts its appointment as registered agent for LA MIRADA GARDENS, LTD., a Florida limited partnership, and acceptable all obligations imposed on it as such under Florida law.

Executed this 15th day of February 2001

Renée Fowler

AFFIDAVIT

STATE OF GEORGIA)) SS
COUNTY OF FULTON)

The undersigned as a general partner of La Mirada Gardens, Ltd. ("Limited Partnership"), declares as follows:

The total capital contributions of the limited partners of the Limited Partnership through this date is \$1,000 and the total anticipated future capital contributions of the limited partners to the Limited Partnership is \$1,000.

CHP La Mirada, LLC

A Florida Limited Liability Company

C. Breck Kean, Managing Member

ALLEN SERVICES

STATE OF LOUGO)

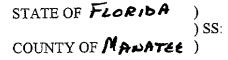
COUNTY OF Julton)

The foregoing instrument was acknowledged before me this 15th day of February, 2001 by C. Breck Kean as Managing Member of CHP La Mirada, LLC, a Florida limited liability company. He is personally known to me.

Printed Name: Genece P.

Notary Public, Fulton County, Georgia My Commission Expires February 10, 2003

AFFIDAVIT



The undersigned as a general partner of La Mirada Gardens, Ltd. ("Limited Partnership"), declares as follows:

The total capital contributions of the limited partners of the Limited Partnership through this date is \$1,000 and the total anticipated future capital contributions of the limited partners to the Limited Partnership is \$1,000.

The Germaine Company, Inc. A Florida Corporation

Lena M. Gainer Vice President

SCHOOL STATE OF THE PARTY OF TH

STATE OF FLORIDA)
(SS:
COUNTY OF MANATEE)

The foregoing instrument was acknowledged before me this 15th day of February, 2001 by Lena M. Gainer, as Vice President of The Germaine Company, Inc., a Florida corporation. She is personally known to me.

GLORIA J. BESLEY

MY COMMISSION # CC 735435

EXPIRES: 04/20/2002

1-800-3-NOTARY Flz. Notary Services & Bonding Co.

Printed Name:

AFFIDAVIT

STATE OF F	LORIDA)) SS:
COUNTY OF	DADE)

The undersigned as a general partner of La Mirada Gardens, Ltd.. ("Limited Partnership"), declares as follows:

The total capital contributions of the limited partners of the Limited Partnership through this date is \$1,000 and the total anticipated future capital contributions of the limited partners to the Limited Partnership is \$1,000.

TCG La Mirada, Inc. A Florida Corporation

BY:

Luis Gonzalez, Vice President

ON FILED OF ST.

STATE OF FLORIDA)

(COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 15th day of February, 2001 by Luis Gonzalez, as Vice President of TCG La Mirada, Inc., a Florida corporation. He is personally known to me.

NOTARY PUBI

Printed Name: