



THE UNITED STATES
CORPORATION
COMPANY

A01000000447

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APR -2 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 100058 10820A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 2, 2001

ORDER TIME : 4:28 PM

ORDER NO. : 100058-005

CUSTOMER NO: 10820A

400003944474--6

-04/03/01--01003--023

***1846.25 ***1846.25

CUSTOMER: Nancy Barnes, Office Manager
Carey O'malley Whitaker &
Manson, P.a.
712 South Oregon Avenue

Tampa, FL 33606

DOMESTIC FILING

NAME: CAMPUS LODGE OF AUBURN, LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

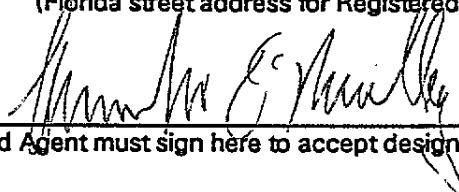
2001 APR -2 PM 4:48

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

hmc
4/3

**CERTIFICATE OF LIMITED PARTNERSHIP
OF**

01 APR -2 AM 9:30
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

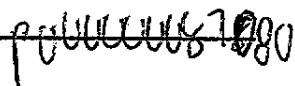
1. Campus Lodge of Auburn, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")
2. 4422 Southwest 85th Way, Gainesville, FL 32608
(Business address of Limited Partnership)
3. Andrew M. O'Malley
(Name of Registered Agent for Service of Process)
4. 4422 Southwest 85th Way, Gainesville, FL 32608
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 4422 Southwest 85th Way, Gainesville, FL 32608
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is Dec. 31, 2041

8. Name of general partner(s):

Specific address:

Campus Lodge of Auburn, Inc.

4422 SW 85th Way, Gainesville, FL
32608



Signed this 29th day of March 2001.

Signature of all general partners:

General Partner

General Partner

General Partner

Campus Lodge of Auburn, Inc.

By: 
General Partner
David H. Fort, President

General Partner

General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of

Campus Lodge of Auburn, Ltd.

, a Florida Limited Partnership, certify.

5,500,000

The amount of capital contributions to date of the limited partners is \$ 0.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 5,500,000.00.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Campus Lodge of Auburn, Inc.

By: David H. Fort

General Partner

David H. Fort, President

General Partner

General Partner

General Partner

General Partner

General Partner

This 29th day of March, 2001.