

APR-03-2001 TUE 01:57 PM

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P. 01/04

Division of Corporations

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FLORIDA LIMITED PARTNERSHIP

FINLAY INTERESTS 24, LTD.

RECEIVED  
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Certificate of Status	1
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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
FINLAY INTERESTS 24, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole general partner of FINLAY INTERESTS 24, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be FINLAY INTERESTS 24, LTD. (the "Partnership").
2. The initial business address of the Partnership where records shall be kept shall be 4300 Marsh Landing Boulevard, Suite 101, Jacksonville Beach, Florida 32250.
3. 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.
4. The name and initial business address of the General Partner is:  
  
FINLAY INTERESTS GP 24, LLC, a Florida limited liability company  
4300 Marsh Landing Boulevard, Suite 101  
Jacksonville Beach, Florida 32250
5. The initial mailing address of the limited partnership is Post Office Box 4961, Orlando, Florida 32802-4961.
6. 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 2nd day of April, 2001.

**GENERAL PARTNER:**

**FINLAY INTERESTS GP 24, LLC,**  
a Florida limited liability company

By: Finlay Holdings, Inc., a Florida corporation,  
sole member

By:   
Christopher C. Finlay, President

Attorney Name: Randal M. Allgood, P.A.  
Broad and Cassel - Attorneys at Law  
390 North Orange Avenue, Suite 1100  
Orlando, Florida 32801  
Telephone (407) 839-4200  
Florida Bar No.: 459445

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**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated as the Registered Agent for FINLAY INTERESTS 24, 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 Section 620.192, Florida Statutes.

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

By: \_\_\_\_\_

Janice C. Myers, Vice President

Dated this 3rd day of April, 2001.

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Facsimile Audit No. H01000033513 2**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The undersigned being the sole general partner of FINLAY INTERESTS 24, 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 FINLAY INTERESTS 24, 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:**

**FINLAY INTERESTS GP 24, LLC,**  
a Florida limited liability company

By: Finlay Holdings, Inc., a Florida corporation,  
sole member

By: [Signature]  
Christopher C. Finlay, President

Dated this 2nd day of April, 2001.

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 2nd day of April, 2001, by Christopher C. Finlay, as President of Finlay Holdings, Inc., a Florida corporation, the sole member of Finlay Interests GP 24, LLC. He is personally known to me or has produced \_\_\_\_\_ as identification and who did/did not take an oath.

[Signature]  
(Signature of Notary Public)



Victoria Winters Spicer  
MY COMMISSION # DD001547 EXPIRES  
February 15, 2005  
BONDED THROUGH FAIN INSURANCE, INC.

Victoria Winters Spicer  
(Typed name of Notary Public)  
Notary Public, State of Florida  
Commission No. DD001547  
My commission expires: 02/15/05