

A01000000729

ACCOUNT NO. : 072100000032

REFERENCE : 160466 9666A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ ~~340.00~~

FILED
01 MAY 25 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 23, 2001

ORDER TIME : 12:27 PM

ORDER NO. : 160466-005

CUSTOMER NO: 9666A

CUSTOMER: Tim Haines, Esq
Hart & Gray

400004303154--7

125 Ne First Avenue
Suite 1
Ocala, FL 34470-6675

DOMESTIC FILING

NAME: ALF II LTD.

BK

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
XX _____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS: _____

RECEIVED
DIVISION OF STATE
TALLAHASSEE, FLORIDA

2001 MAY 23 PM 3:20

NOTED
TO AGENCY OF
SUFFICIENCY OF FILING



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 24, 2001

BETTY YOUNG

TALLAHASSEE, FL

SUBJECT: ALF II LTD.
Ref. Number: W01000011823

RESUBMIT
Please give original
submission date as file date.

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01 MAY 25 PM 2:44
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

We have received your document for ALF II LTD. and the authorization to debit your account in the amount of \$146.00. However, the document has not been filed and is being returned for the following:

In ARTICLE 2, it says "The principal office and address.." It should say "The principal office and mailing address ..."

The AFFIDAVIT OF CAPITAL CONTRIBUTIONS states the limited partner contributions to date. But it must also state THE TOTAL AMOUNT CONTRIBUTED AND ANTICIPATED TO BE CONTRIBUTED BY THE LIMITED PARTNERS.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 301A00032008

2001 MAY 25 AM 11:25
TALLAHASSEE
SECRETARY OF STATE
FLORIDA
SUFFICIENCY OF FILING

**CERTIFICATION OF LIMITED PARTNERSHIP
OF
ALF II LTD.**

01 MAY 25 PM 2:44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS CERTIFICATION OF LIMITED PARTNERSHIP made this 21st day of May, 2001, by **CARRIAGE HOUSE OF OCALA, L.C.**, a Florida Limited Liability Company, as the General Partner of **ALF II LTD.**, pursuant to the provisions of the *Florida Revised Uniform Limited Partnership Act (1986)*:

WITNESSETH:

**ARTICLE 1
FORMATION OF PARTNERSHIP**

The following parties have entered into a Limited Partnership Agreement:

Carriage House of Ocala, L.C., a Florida Limited Liability Company (General Partner)

Sally E. Boyd (Limited Partner)

Orval Investments, Ltd., a Bahamas Corporation (Limited Partner)

Richard Reynolds, as Trustee of the Richard H. Reynolds Profit Sharing Plan and Trust (Limited Partner)

This Partnership has been formed under §620, *Florida Statutes*, which shall govern the rights and liabilities of the parties except as expressed below and as set forth in the Limited Partnership Agreement.

**ARTICLE 2
NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS**

The business of the Partnership shall be conducted under the name of **ALF II LTD.** The principal office and address of the General Partner and the Partnership shall be 714 SE 22nd Avenue, Ocala, Florida 34471 and the Registered Agent for service of process shall be Tim D. Haines and his address shall be 125 NE First Avenue, Suite 1, Ocala, Florida 34470.

ARTICLE 3
NATURE OF BUSINESS

01 MAY 2004
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

- Section 3.1** To purchase, lease, or otherwise acquire, sell, sub-lease or otherwise dispose of properties of every kind and nature, and generally engage in the business of dealing in investment properties.
- Section 3.2** To conduct business, hold, mortgage, sell, convey, lease or otherwise dispose of real or personal property including franchises, patents, copyrights, trademarks, and licenses of the State of Florida, and in all other states and countries.
- Section 3.3** To contract debts and borrow money, issue, sell or place bonds, debentures, notes and other evidences of debt, and execute mortgages, transfers of partnership property, or other instruments to secure the payment of Partnership indebtedness.
- Section 3.4** To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of capital stock, bonds, securities, or other evidences of indebtedness created by any person, firm or corporation, and while the owner of such stock, exercise all of the rights, powers, and privileges of ownership, including the right to vote the stock.
- Section 3.5** To purchase the assets of any other person, firm, or corporation and engage in the same or other character of business.
- Section 3.6** To enter into, make, and perform contracts for any lawful purpose pertaining to the business of the Partnership without limit as to the amount, with any person, firm, syndicate, association, corporation, or governmental entity, domestic or foreign.
- Section 3.7** To exercise all the powers of like partnerships confirmed by the laws of the State of Florida. The purposes listed above shall not limit or restrict this Partnership.

ARTICLE 4 L9600000548
NAME, ADDRESS, AND CONTRIBUTION OF GENERAL PARTNER

The name and address of the General Partner is CARRIAGE HOUSE, L.C., a Florida Limited Liability Company, 714 SE 22nd Avenue, Ocala, Florida 34471. ^{OF OCALA}

IN WITNESS WHEREOF, the undersigned, ARTHUR RADICE, President of NATIONAL RETIREMENT COMPANY, a Florida Corporation, Managing Member of CARRIAGE HOUSE OF OCALA, L. C., has signed this CERTIFICATION OF LIMITED PARTNERSHIP this 21st day of May, 2001.

Signed and delivered in our presence as witnesses:

CARRIAGE HOUSE OF OCALA, L. C.,
Florida Limited Liability Company

Susan C. Bringle

Print Name: SUSAN C. BRINGLE

By: NATIONAL RETIREMENT
COMPANY, a Florida Corporation, its
Managing Member

Arthur Radice

Print Name: ARTHUR RADICE

By: Arthur Radice
ARTHUR RADICE

Its: President

STATE OF FLORIDA
COUNTY OF MARION

The foregoing CERTIFICATION OF LIMITED PARTNERSHIP was acknowledged before me by ARTHUR RADICE, President of NATIONAL RETIREMENT COMPANY, a Florida Corporation, Managing Member of CARRIAGE HOUSE OF OCALA, L. C., a Florida Limited Liability Company, who is:

☒ Personally known by me, OR
☐ Produced _____ as identification.

Dated: this 21st day of May, 2001.

Tim Haines
Print Name: _____
Notary Public, State of Florida
Commission number: _____



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF MARION

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01 MAY 25 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared ARTHUR RADICE, President of NATIONAL RETIREMENT COMPANY, a Florida Corporation, Managing Member of CARRIAGE HOUSE OF OCALA, L.C., General Partner of ALF II LTD., who, after being duly sworn, deposes and says:

1. That he is President of NATIONAL RETIREMENT COMPANY, a Florida Corporation, the Managing Member of CARRIAGE HOUSE OF OCALA, L. C., a Florida Limited Liability Company, the General Partner of ALF II LTD., and his business address is 714 SE 22nd Avenue, Ocala, Florida 34471.
2. The initial amount contributed to the Partnership by the General Partner is \$53.33.
3. The initial amount contributed to the Partnership by the Limited Partners is \$46.67.
4. The names, addresses, and amounts contributed by the Limited Partners is as follows:
5. The total amount contributed and anticipated to be contributed ^{by the Limited Partners} is \$140,000.

NAME	ADDRESS	CONTRIBUTION
SALLY E. BOYD	1700 SE 17 th Street, Suite 300 Ocala, Florida 34471	\$33.33
ORVAL INVESTMENTS, LTD.	714 SE 22 nd Avenue Ocala, FL 34471	\$ 6.67
RICHARD REYNOLDS, AS TRUSTEE OF THE RICHARD H. REYNOLDS PROFIT SHARING PLAN AND TRUST	714 SE 22 nd Avenue Ocala, FL 34471	\$ 6.67

5. The liability of any Limited Partner for any debts or obligations owed to the Partnership at any time shall be limited, unless a separate written guaranty is executed by the Limited Partners, to the amount then contributed by him or her to the capital of the Partnership and his or her share and the undistributed net profits.

FURTHER AFFIANT SAYETH NAUGHT.

Signed and delivered in our presence as witnesses:

Print Name: Tim Haines

Print Name: JENNIFER A. VOLKMAR

CARRIAGE HOUSE OF OCALA,
Florida Limited Liability Company

By: NATIONAL RETIREMENT
COMPANY, a Florida Corporation, its
Managing Member

By: Arthur Radice
ARTHUR RADICE
Its: President

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

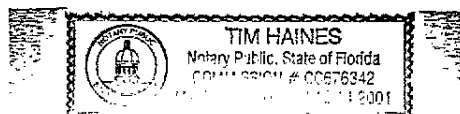
STATE OF FLORIDA
COUNTY OF MARION

The foregoing AFFIDAVIT OF CAPITAL CONTRIBUTIONS was acknowledged before me by ARTHUR RADICE, President of NATIONAL RETIREMENT COMPANY, a Florida Corporation, Managing Member of CARRIAGE HOUSE OF OCALA, L. C., a Florida Limited Liability Company, who is:

☒ Personally known by me, OR
☐ Produced _____ as identification.

Dated: this 21st day of May, 2001.

Print Name: _____
Notary Public, State of Florida
Commission number:
Commission expires :



CERTIFICATE OF REGISTERED AGENT

In compliance with §§48.091 and 620.105, *Florida Statutes*, the following is submitted:

That *ALF II LTD.*, desiring to organize or qualify as a limited partnership under the laws of the State of Florida, with its principal office and address of the General Partner and the Partnership shall be 714 SE 22nd Avenue, Ocala, Florida 34471, has named TIM D. HAINES, 125 NE First Avenue, Suite 1, Ocala, Florida 34470, as its agent to accept service of process within Florida.

Dated this 22nd day of May, 2001.

CARRIAGE HOUSE OF OCALA, L. C.
Florida Limited Liability Company

By: NATIONAL RETIREMENT COMPANY, a
Florida Corporation, its Managing Member

By:

Arthur Radice
ARTHUR RADICE

Its: President

Having been named to accept service of process for the above-named limited partnership, as the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

TIM D. HAINES
TIM D. HAINES, Registered Agent