



**THE UNITED STATES
CORPORATION
COMPANY**

A01000000759

ACCOUNT NO. : 072100000032

REFERENCE : 168954 4329479

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 31, 2001

ORDER TIME : 11:36 AM

ORDER NO. : 168954-010

CUSTOMER NO: 4329479

CUSTOMER: Ms. Jennifer A. Newcombe
Baker & Hostetler LLP
Suntrust Building
200 South Orange Avenue
Suite 2300
Orlando, FL 32801

700004336077--8
-05/31/01--01030--036
***1785.00 ***1785.00

CERT-52.50

700004336077--8
-06/05/01--01027--011
*****52.50 *****52.50

DOMESTIC FILING

NAME: TEMPUS FUNDING I, LP

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: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

RECEIVED
01 MAY 31 PM 12: 07
DIVISION OF CORPORATION

FILED
01 JUN -4 PM 12: 49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

201 A00033793
3/2/4



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
01 JUN -4 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 31, 2001

SARA LEA
CSC
TALLAHASSEE, FL

SUBJECT: TEMPUS FUNDING I, LP
Ref. Number: W01000012409

We have received your document for TEMPUS FUNDING I, LP and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$1,785.00 payment.

Florida limited partnerships cannot use the suffix "LP". Please use LTD., LIMITED, or LIMITED PARTNERSHIP.

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: 001A00033185

RESUBMIT
Please give original
submission date as file date

CERTIFICATE OF LIMITED PARTNERSHIP

OF

TEMPUS FUNDING I, LTD.

FILED
01 JUN -4 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited partnership under the provisions and subject to the requirements of the laws of the State of Florida (particularly Chapter 620 of the Florida Statutes and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Florida Revised Uniform Limited Partnership Act"), hereby certifies that:

FIRST: The name of the limited partnership (hereinafter called the "Partnership") is Tempus Funding I, LTD.

SECOND: The mailing address and street address of the principal office of the Company is 7380 Sand Lake Road, Suite 600, Orlando, Florida 32819, or such other place as the General Partner of the Partnership may determine from time to time.

THIRD: The address, including street, number, city, and county, of the registered office of the Partnership in the State of Florida is 200 S. Orange Ave., Suite 2300, City of Orlando, 32801, County of Orange; and the name of the registered agent of the Partnership in the State of Florida at such address is A.G.C. Co.

FOURTH: The term of the Partnership shall continue in perpetuity unless the Partnership is earlier dissolved (and not continued by the Limited Partners) pursuant to the Act or as otherwise agreed to by the Partners.

FIFTH: The name and mailing address of each general partner of the Partnership is as follows:

Tempus Funding I, LLC

7380 Sand Lake Road, Suite 600
Orlando, Florida 32819

L0000008637

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership of Tempus Funding I, LTD., this 25th day of May, 2001.

TEMPUS FUNDING I, LLC,
a Florida limited liability company

By: _____

Roger Farwell
President

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 620.105, Tempus Funding I, LTD.
submits the following statement in designating the registered office/registered agent, in the State of
Florida:

1. The name of the limited partnership is Tempus Funding I, LTD.
2. The name and address of the registered agent and office is: A.G.C. Co., 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named limited partnership at the place designated in this certificate, the undersigned, by and through its duly elected officer, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: May 25, 2001

A.G.C. CO.

By: 

Name: Kenneth C. Wright
Vice President

01 JUN - 2001 PM 12:49
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FOR

TEMPUS FUNDING I, LTD.

FILED
01 JUN -4 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, constituting the sole general partner of Tempus Funding I, ^{LTD.}, a Florida limited partnership, certify:

1. The amount of capital contributions to date of the limited partners is \$0.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$44,700,000.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury the undersigned declares that it has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

TEMPUS FUNDING I, LLC,
a Florida limited liability company

By: _____

Roger Farwell
President