

A010000000856

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561 622-4521 telephone  
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June 22, 2001

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-06/25/01--01140--003  
\*\*\*1837.50 \*\*\*1837.50

Dear Sir/Madam:

Re: Garden Oaks Center, Ltd.

A01-856

Enclosed please find an original and one photocopy of the Certificate of Limited Partnership and Affidavit of Capital Contributions for the above-captioned limited partnership. I am also enclosing a check in the amount of \$1,837.50 representing payment of the \$1,750.00 maximum filing fee; \$35.00 for registered agent designation; and \$52.50 certified copy fee.

Please file these documents and return the certified copies to me as soon as possible.

Thank you in advance for your assistance. Please call or fax me if you have any questions.

Sincerely,

*M. Jeanne Mundie*

M. Jeanne Mundie

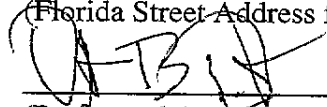
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Enclosures

*JP*

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*WJ 6/28*

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
GARDEN OAKS CENTER, LTD.**

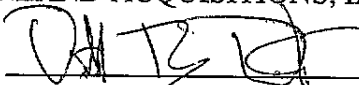
1. GARDEN OAKS CENTER, LTD.  
(Name of Limited Partnership; must contain suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 4500 PGA Boulevard, Suite 207, Palm Beach Gardens, Florida, 33418  
(The Business Address of the Limited Partnership)
3. Otto B. DiVosta  
(Name of Registered Agent for Service of Process)
4. 4500 PGA Boulevard, Suite 207, Palm Beach Gardens, Florida, 33418  
(Florida Street Address for Registered Agent)
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 4500 PGA Boulevard, Suite 207, Palm Beach Gardens, Florida, 33418  
(The Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is January 1, 2047.

8. NAME OF GENERAL PARTNER	SPECIFIC ADDRESS
<i>P93-71498</i> SUNLAND ACQUISITIONS, INC.	4500 PGA Boulevard, Suite 207 Palm Beach Gardens, FL 33418

Signed this 25<sup>th</sup> day of June, 2001.

Signature of all General Partners:

SUNLAND ACQUISITIONS, INC.

By:   
Otto B. DiVosta, President

**GENERAL PARTNER**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, constituting all of the general partners of GARDEN OAKS CENTER, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$1,500,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,500,000.

This 22<sup>nd</sup> day of June, 2001.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

**GENERAL PARTNER:**

SUNLAND ACQUISITIONS, INC.

By: 

Otto B. DiVosta, President

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TALLAHASSEE FLORIDA