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FLORIDA LIMITED PARTNERSHIP

Brittany Bay Partners III, Ltd.

Certificate of Status	1
Certified Copy	1
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BRITTANY BAY PARTNERS III, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the general partner of BRITTANY BAY PARTNERS III, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be BRITTANY BAY PARTNERS III, LTD. (the "Partnership").

2. The address of the initial office where records shall be kept shall be 1551 Sandspur Road, Maitland, Florida 32751. 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.

3. The names and initial business addresses of the General Partners are:

CED CAPITAL HOLDINGS XVI, LTD., a Florida limited partnership
1551 Sandspur Road
Maitland, Florida 32751

A99-1991

4. The initial mailing address of the limited partnership is P.O. Box 4961, Orlando, Florida 32802-4961.

5. 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 15th day of November, 2001.

GENERAL PARTNER:

CED CAPITAL HOLDINGS XVI, LTD., a Florida limited partnership

By: CED Capital Holdings XI, Inc., a Florida corporation, its managing general partner

By: _____
Tricia Doody, Vice President

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for BRITTANY BAY PARTNERS III, 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 §620.192, Florida Statutes.

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

By: _____


Janice C. Myers,
Vice President

Dated this 15th day of November, 2001.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Facsimile Audit No. H010001148161**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The undersigned being the general partner of BRITTANY BAY PARTNERS III, 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 BRITTANY BAY PARTNERS III, 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:

CED CAPITAL HOLDINGS XVI, LTD., a Florida limited partnership

By: CED Capital Holdings XI, Inc., a Florida corporation, its managing general partner

By: Tricia Doody, Vice President

Dated this 15th day of November, 2001.

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of November, 2001, by Tricia Doody, as Vice President of CED Capital Holdings XI, Inc., a Florida corporation, managing general partner of CED Capital Holdings XVI, Ltd., a Florida limited partnership, as general partner of Brittany Bay Partners III, Ltd., a Florida limited partnership. She is personally known to me or has produced _____ as identification and who did/did not take an oath.

Peggy A. Baker
(Signature of Notary Public)



Peggy A. Baker

My Commission CC970760

Expires November 25, 2004

(Typed name of Notary Public)

Notary Public, State of Florida

Commission No. _____

My commission expires: _____