

CORP DIRECT AGENTS INC (formerly CC&S)  
103 N. MERIDIAN STREET  
TALLAHASSEE, FL 32301  
222-1173

A01000001650

FILING COVER SHEET  
ACCT. #FCA-14

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONTACT: CINDY HICKS

DATE: 12-19-01

REF. #: 0170-3898

CORP. NAME: JHP REAL ESTATE PARTNERSHIP, LTD.

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT          | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK         | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input checked="" type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                         | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1                          | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER:                      |   |  |

200004732472--6  
-12/19/01--01011--003  
\*\*\*1785.00 \*\*\*1785.00  
1,627,500.00

STATE FEES PREPAID WITH CHECK# 59125 FOR \$ 1785.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

BK

COST LIMIT: \$

PLEASE RETURN:

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> CERTIFIED COPY        | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS |   |  |

RECEIVED  
01 DEC 19 AM 10:55  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP OF  
JHP REAL ESTATE PARTNERSHIP, LTD.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby organizes a limited partnership under the provisions of the Florida Revised Uniform Limited Partnership Act, and pursuant to the following Certificate of Limited Partnership:

1. The name of the limited partnership is JHP REAL ESTATE PARTNERSHIP, LTD. (the "Limited Partnership").
2. The mailing address of the Limited Partnership is 9205 N. Connechusett Road, Tampa, Florida, 33617.
3. The name and address of the initial registered agent for service of process is JHP MANAGEMENT, INC., 9205 N. Connechusett Road, Tampa, Florida, 33617.
4. The office at which the records of the Limited Partnership will be maintained is 9205 N. Connechusett Road, Tampa, Florida, 33617.
5. The name and business address of the sole general partner is JHP MANAGEMENT, INC., 9205 N. Connechusett Road, Tampa, Florida, 33617.
6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2051.

WHEREFORE, the undersigned, being the sole general partner of the Limited Partnership, hereby executes this Certificate of Limited Partnership, and the undersigned Registered Agent hereby acknowledges that it is familiar with, and accepts, the obligations of registered agent of this Limited Partnership, all as of this 11th day of December, 2001.

JHP MANAGEMENT, INC., a Florida corporation,  
General Partner

by: J. Michael Gramling  
J. MICHAEL GRAMLING, President

JHP MANAGEMENT, INC., a Florida corporation,  
Registered Agent

by: J. Michael Gramling  
J. MICHAEL GRAMLING, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole general partner of JHP REAL ESTATE PARTNERSHIP, LTD., a Florida limited partnership, certifies as follows:

1. The amount of capital contributions of the limited partners to date is \$100.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time is \$1,027,500.00.  
(\$1,027,500.00)  
FURTHER AFFIANT SAYETH NOT.

Dated this 11th day of December, 2001.

Under penalties of perjury, I, J. MICHAEL GRAMLING, President of JHP MANAGEMENT, INC., the sole general partner of JHP REAL ESTATE PARTNERSHIP, LTD., a Florida limited partnership, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

GENERAL PARTNER:

JHP MANAGEMENT, INC., a Florida corporation

by: J. Michael Gramling  
J. Michael Gramling, President

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