

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 111 Tallahassee, Florida 32301
(850) 224-8870 • Fax (850) 224-1722

A02000000036

Amber Woods, Ltd.

500004762255--5
-01/09/02-01023--022
****218.75 ****140.00

please file

2nd



Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File	02 JAN -9 PM 3:10	FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA
<input checked="" type="checkbox"/> LTD Partnership File		
Foreign Corp. File		
L.C. File		
Fictitious Name File		
Trade/Service Mark		
Merger File		
Art. of Amend. File		
RA Resignation		
Dissolution / Withdrawal		
Annual Report / Reinstatement	02 JAN -9 AM 11:50	RECEIVED DIVISION OF CORPORATION
<input checked="" type="checkbox"/> Cert. Copy		
Photo Copy		
Certificate of Good Standing		
Certificate of Status		
Certificate of Fictitious Name		
Corp Record Search		
Officer Search		
Fictitious Search		
Fictitious Owner Search		
Vehicle Search		
Driving Record		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
Courier		

CERTIFICATE OF LIMITED PARTNERSHIP

OF

AMBER WOODS, LTD.

FILED
02 JAN -9 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned General Partner hereby signs this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida. This Certificate of Limited Partnership has been duly executed and is being filed in accordance with Section 620.108, Florida Statutes.

1. Name. The name of the Partnership shall be **AMBER WOODS, LTD.**
2. Principal Place of Business. The principal place of business of the Partnership and its mailing address shall be at its offices located at 2627 McCormick Drive, Suite 102, Clearwater, Florida 33759. The General Partner may, on behalf of the Partnership, change the place of business from time to time upon notice to the limited partners.
3. Registered Agent. The name and address of the initial agent for service of process on the Partnership are James A. Staack, Esq., 900 Drew Street, Clearwater, Florida 33755. The General Partner may, on behalf of the Partnership, change the name and office of such registered agent upon notice to the limited partners.
4. General Partners. The names and specific addresses of the General Partner(s) of the Partnership are as follows:

GENERAL PARTNER
AMBER WOODS, INC.

ADDRESS
2627 McCormick Drive, Suite 102
Clearwater, Florida 33759.

P02000002776

5. Term. The term of the Partnership shall commence upon filing of this Certificate with the Department of State, State of Florida, and shall terminate December 31, 2030, unless sooner terminated in accordance with law or the Agreement of Limited Partnership.
6. Amendment to Certificate. This Certificate of Limited Partnership shall be amended and restated, from time to time upon the filing of an Amended Certificate executed by the General Partner(s) and any such Amended Certificate shall supersede this Certificate and any preceding Amended Certificate in its entirety.

DATED this 8th day of January, 2002.

AMBER WOODS, INC.

Ira Waitz
By: Ira Waitz
Its: Executive Vice President

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02 JAN -9 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned does herewith accept the duties and responsibilities of registered agent for the within Limited Partnership.

James A. Staack
James A. Staack

Date: 01/02/02

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AMBER WOODS, LTD.
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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02 JAN -9 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, constituting all of the General Partners of AMBER WOODS, LTD., a Florida limited partnership, does hereby certify:

1. That the amount of capital contributions to date of the Limited Partners is \$200.00.
2. It is not anticipated that there will be additional capital contributions of Limited Partners in the future.

Further, Affiant sayeth naught.

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

AMBER WOODS, INC.

Ira Waitz
By: Ira Waitz
Its: Executive Vice President