

*The Basin Corporation*  
A020000000109

800 Desoto Woods Drive  
Sarasota, Florida  
34243

January 16, 2002

Florida Department of State  
DIVISION OF CORPORATIONS  
409 East Gaines Street  
Tallahassee, Florida  
32399

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-01/23/02--01011--005  
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To whom it may concern:

RE: **Basin No. 2 Partnership, Ltd.**  
Certificate of Limited Partnership and Affidavit of Capital  
Contributions for Florida Limited Partnership

Enclosed please find one original and one copy of a Certificate of Limited Partnership and Affidavit of Capital contributions for Florida Limited Partnership submitted for Basin No. 2 Partnership, Ltd. for filing with your office. We would like to request a certified copy of our filing and have included the appropriate fee for this certified copy.

A cheque in the amount of \$1,837.50 has been enclosed. This cheque includes the fee for the aforementioned certified copy, the \$35.00 fee for the registered agent designation and the \$1,750.00 based on the total amount on the total amount of contributed and anticipated amounts to be contributed by the limited partners.

We would appreciate prompt notification of the filing of the enclosed. If you have any questions concerning the enclosed filing, please feel free to contact us.

Thank you in advance for your assistance in the prompt filing of the enclosed.

Yours very truly,  
THE BASIN CORPORATION  
per:

Jeffrey A. Taylor  
Vice President

/lp  
encl.  
e:/.../corporate/us/basin2.prt/filing.ltr

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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## CERTIFICATE OF LIMITED PARTNERSHIP

1. BASIN NO. 2 PARTNERSHIP, LTD  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 603 SARASOTA QUAY, SARASOTA, FLORIDA 34236  
(Business address of Limited Partnership)

3. THE BASIN CORPORATION  
(Name of Registered Agent for Service of Process)

4. 8001 DESOTO WOODS DRIVE, SARASOTA, FLORIDA 34243  
(Florida street address for Registered Agent)

5. PER: THE BASIN CORPORATION  
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 603 SARASOTA QUAY, SARASOTA, FLORIDA, 34236  
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: DEC. 31, 2040

8. Name(s) of general partner(s): \_\_\_\_\_ Street address: \_\_\_\_\_

<u>THE BASIN CORPORATION</u>	<u>8001 DESOTO WOODS DRIVE</u>
<u>999-81763</u>	<u>SARASOTA, FLORIDA 34243</u>
_____	_____
_____	_____

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 16TH day of JANUARY, 2002.

Signature of all general partners:

<u>PER: THE BASIN CORPORATION</u>	
<u>General Partner</u>	<u>General Partner</u>
<u>General Partner</u>	<u>General Partner</u>
<u>General Partner</u>	<u>General Partner</u>

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

*The undersigned constituting all of the general partners of \_\_\_\_\_*

BASIN NO. 2 PARTNERSHIP, LTD.

*a Florida Limited Partnership, certify:*

The amount of capital contributions to date of the limited partners is \$ 99.00 .

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 1,000,000.00 .

Signed this 16TH day of JANUARY , 2002 .

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

THE BASIN CORPORATION  
PER:

  
\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner