

CAPITAL CONNECTION, INC.

417 E. Virginia Ave. Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 800-342-1662 • Fax: 850-225-1227

A02000000357

Huntington Oaks of Hillsborough Co., Ltd.

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*****481.25 *****96.25

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<input type="checkbox"/>	Merger File
<input type="checkbox"/>	Art. of Amend. File
<input type="checkbox"/>	RA Resignation
<input type="checkbox"/>	Dissolution / Withdrawal
<input type="checkbox"/>	Annual Report / Reinstatement
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<input type="checkbox"/>	UCC 11 Search
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FILED RECEIVED
02 MAR 14 PM 2:10
MAR 14 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

6

Signature

Requested by:

Name SK Date 3/14/02 Time 10:35

Walk-In _____ Will Pick Up _____

BK

STATE OF FLORIDA)
)
COUNTY OF ALACHUA)

CERTIFICATE OF
LIMITED PARTNERSHIP AGREEMENT
for

HUNTINGTON OAKS OF HILLSBOROUGH CO. LTD.

The undersigned, desiring to form a Limited Partnership pursuant to the laws of the State of Florida, and being severally duly sworn, certify as follows:

1. The name of the limited partnership is:

HUNTINGTON OAKS OF HILLSBOROUGH CO. LTD.

- 2 The principal place of business and the mailing address of the limited partnership is located at:

20725 S.W. 46th Avenue
Newberry, Florida 32669

3. The name and address of each General Partner interested in the limited partnership is as follows:

DAVIS HERITAGE LTD.

20725 S.W. 46th Avenue
Newberry, Florida 32669

Stefan M. Davis, Trustee
DAVIS FAMILY DYNASTY TRUST
20725 S.W. 46th Avenue
Newberry, Florida 32669

The name and address of each Limited Partner interested in the limited partnership is as follows:

Lisa M. Stephens
20725 S.W. 46th Avenue
Newberry, Florida 32669

- 4 The name and address of the registered agent of this limited partnership is as follows:

Stefan M. Davis
20725 S.W. 46th Avenue
Newberry, Florida 32669

5. The term for which the partnership is to exist is from the commencement date of the Agreement and shall continue in force until December 31, 2052 unless sooner terminated as provided in the Limited Partnership Agreement or by operation of law, at the discretion of the General Partner(s); or by the decision of any limited partner.

FILED
MAR 14 PM 2:14
CLERK OF STATE
ALACHUA COUNTY, FLORIDA

DATED: Newberry, Florida

This 1st day of February 2002.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement.

Signed, sealed and delivered
in our presence as witnesses:

Witnessed by:

Malcolm F. Friedman
Lisa M. Stephens

General Partner:

Davis Heritage Ltd.

Stefan M. Davis
Stefan M. Davis, Vice President
EarthArt, Incorporated, G.P.

Witnessed by:

Malcolm F. Friedman
Lisa M. Stephens

General Partner:

Davis Family Dynasty Trust

Stefan M. Davis
Stefan M. Davis, Trustee

Witnessed by:

Malcolm F. Friedman
Amy C. Hagunata

Limited Partner:

Lisa M. Stephens
Lisa M. Stephens

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF ALACHUA

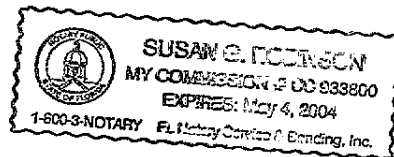
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02 MAR 14 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME this day, after being duly sworn, personally appeared Stefan M. Davis, Vice President of EarthArt Incorporated, General Partner of Davis Heritage Ltd., and Trustee of Davis Family Dynasty Trust, being known by me to be the individual(s) described herein and he acknowledges before me that he executed the foregoing agreement freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 1st day of February 2002.

Susan Robinson
Notary Public

SEAL



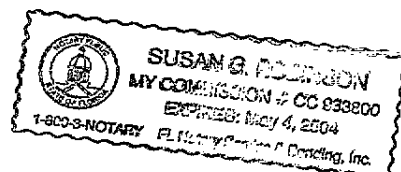
STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME this day, after being duly sworn, personally appeared Lisa M. Stephens, being known by me to be the individual described herein and she acknowledges before me that she executed the foregoing agreement freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 1st day of February, 2002.

Susan Robinson
Notary Public

SEAL



AFFIDAVIT AS TO CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS

STATE OF FLORIDA

COUNTY OF ALACHUA

BEFORE ME, the undersigned, constituting all of the General Partners of HUNTINGTON OAKS OF HILLSBOROUGH CO. LTD., Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

This 1st day of February 2002.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

Witnessed by:

Malay Fried
Lisa M. Step

General Partner:

Davis Heritage Ltd.

Stefan M. Davis
Stefan M. Davis, Vice President
EarthArt, Incorporated, G.P.

Witnessed by:

Malay Fried
Lisa M. Step

General Partner:

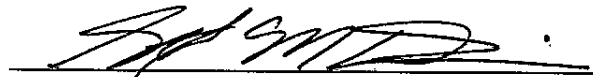
Davis Family Dynasty Trust

Stefan M. Davis
Stefan M. Davis, Trustee

FILED
02 MAR 14 10:21 AM
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

REGISTERED AGENT DESIGNATION

I, Stefan M. Davis, do hereby accept the designation as registered agent for HUNTINGTON OAKS OF HILLSBOROUGH CO. LTD., a Florida Limited Partnership.


Stefan M. Davis

Dated: February 1, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA