CAPITAL CONNECTION, INC. COORS 556

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Sandpiper Cove of Jer	isen Beach Lla	500005254025 -04/11/0201061	THE STATE OF STATE OF SEC. PL ON TO SEC. PL
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STATE OF FLORIDA)

COUNTY OF ALACHUA)

CERTIFICATE OF LIMITED PARTNERSHIP AGREEMENT for

SANDPIPER COVE OF JENSEN BEACH 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:

SANDPIPER COVE OF JENSEN BEACH LTD.

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

DAVIS HERITAGE LTD.

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

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.

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:

General Partner:

Davis Heritage Ltd.

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

Witnessed by:

General Partner:

Davis Family Dynasty Trust

Stefan M. Davis, Trustee

ACKNOWLEDGMENT

SECRETARISEE FLORIDA

STATE OF FLORIDA

COUNTY OF ALACHUA

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.

Notary Public

SUSAN G. ROBINSON
MY COMMISSION # CC 533900
EXPIRES: May 4, 2004
1-900-9-NOTARY FL Notary Service & Bonding, Inc.

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 SANDPIPER COVE OF JENSEN BEACH LTD., a 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:

General Partner:

Davis Heritage Ltd.

Stefan M. Davis, Vice President

EarthArt, Incorporated, G.P.

Witnessed_by:

General Partner:

Davis Family Dynasty Trust

tefan M. Davis, Trustee

REGISTERED AGENT DESIGNATION

I, Stefan M. Davis, do hereby accept the designation as registered agent for <u>SANDPIPER COVE OF JENSEN BEACH LTD.</u>, a Florida Limited Partnership.

Stefan M. Pavis

Dated: February 1, 2002