

A0200000558

CAPITAL CONNECTION, INC.

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

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SECRETARY, FLORIDA
02 APR 11

Southampton of Duval Co., Ltd.

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- ___ Art of Inc. File
- ☒ 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
- ___ 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

02 APR 11 AM 11:21
RECEIVED

Signature

Requested by:

SK 4/11/02 10:43
Name Date Time

Walk-In _____ Will Pick Up _____

STATE OF FLORIDA)
)
COUNTY OF ALACHUA)

CERTIFICATE OF
LIMITED PARTNERSHIP AGREEMENT
for

SOUTHAMPTON OF DUVAL 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: SOUTHAMPTON OF DUVAL 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

DAVIS HERITAGE LTD.
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

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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:

Melanie Mitchell
Malcolm Friel

General Partner:
Davis Heritage Ltd.

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

Witnessed by:

Melanie Mitchell
Malcolm Friel

General Partner:
Davis Family Dynasty Trust

Stefan M. Davis
Stefan M. Davis, Trustee

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TALLAHASSEE, FLORIDA
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ACKNOWLEDGMENT

STATE OF FLORIDA

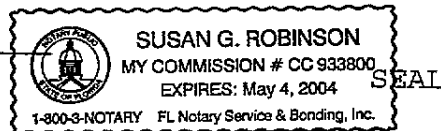
COUNTY OF ALACHUA

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TALLAHASSEE, FLORIDA
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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 G. Robinson
Notary Public



AFFIDAVIT AS TO CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS

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STATE OF FLORIDA

COUNTY OF ALACHUA

BEFORE ME, the undersigned, constituting all of the General Partners of SOUTHAMPTON OF DUVAL 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:

Melanie Mitchell
Thal K. Fred

General Partner:
Davis Heritage Ltd.

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

Witnessed by:

Melanie Mitchell
Thal K. Fred

General Partner:
Davis Family Dynasty Trust

Stefan M. Davis
Stefan M. Davis, Trustee

REGISTERED AGENT DESIGNATION

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



Stefan M. Davis

Dated: February 1, 2002

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