# Phone # City/State/Zip Office Use On CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) need two(2) (Corporation Name) (Document #) Pick up time Sertified Copy\_ Photocopy ertificate of Status Will wait Mail out AMIONIDATION ... NEW BILLINGS Amendment Profit Resignation of R.A., Officer/ Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials

# CERTIFICATE OF LIMITED PARTNERSHIP OF

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### MARKHAM WOODS ROAD-LAKE MARY LIMITED PARTNERSHIP

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act. (1986), and §620.108 of the Florida Statutes, the undersigned, being the sole General Partner of MARKHAM WOODS ROAD-LAKE MARY LIMITED PARTNERSHIP, hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

- 1. The name of the limited partnership is MARKHAM WOODS ROAD-LAKE MARY LIMITED PARTNERSHIP.
- 2. The business address and the mailing address of the limited partnership is: c/o Hearthstone, Inc., 16133 Ventura Boulevard, Suite 1400, Encino, California 91436.
- 3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

#### Marcus Buerosse

4. The Florida street address for the registered agent is:

Victoria Park Centre 1401 East Broward Boulevard, Suite 302, Ft. Lauderdale, FL 33301

5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of MARKHAM WOODS ROAD-LAKE MARY LIMITED PARTNERSHIP, at the place designated in this Certificate of Limited Partnership of MARKHAM WOODS ROAD-LAKE MARY LIMITED PARTNERSHIP, I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.

MARCUS BUEROSSE,
Registered Agent

Dated: May 24, 2002

The name and business address of the general partner is as follows: 6.

> FL MSII/SEPII GP, L.C. 16133 Ventura Boulevard, Suite 1400 Encino, California 91436

Man Man Man State The latest date upon which the limited partnership is to dissolve is May 24, 2052 7.

IN WITNESS WHEREOF, the undersigned, being the sole General Partner, has executed the foregoing Certificate of Limited Partnership on the 24th day of May, 2002, in accordance with §620.114 of the Florida Statutes.

> FL MSII/SEPII GP, L.C., a Florida limited liability company General Partner

Hearthstone, Inc., By:

a California corporation

dba in Florida as

Hearthstone Advisors, Inc.,

Manager

By:

T. Carver Senior Vice President

# **AFFIDAVIT**

THE UNDERSIGNED, constituting the sole General Partner of MARKHAM WOODS ROAD-LAKE MARY LIMITED PARTNERSHIP, a Florida limited partnership, hereby certifies as follows:

- The amount of capital contribution to date of the limited partners is: \$100.00. 1.
- The total amount contributed and anticipated to be contributed by the limited 2. partners at this time totals \$100.00.

## FURTHER AFFIANT SAYETH NOT.

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.

FL MSII/SEPII GP, L.C., a Florida limited liability company

General Partner

By: Hearthstone, Inc.,

a California corporation

dba in Florida as

Hearthstone Advisors, Inc.,

Manager

By:

Senior Vice President

S. T. L. C. D. C. S. C.