

CORP DIRECT AGENTS (formerly CO)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32302  
222-1173

*File 2nd*  
**A02000000778**

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: Pam Wolfe

DATE: 6/3/02

800005664628--0  
-06/03/02--01018--007  
\*\*\*1785.00 \*\*\*1785.00

REF. #: 0399.6982

CORP. NAME: CC Investors of Sarasota, LTD.

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT          | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK         | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input checked="" type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                         | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1                          | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER: _____                |   |  |
- BK**

RECEIVED

02 JUN -3 AM 10:14

STATE FEES PREPAID WITH CHECK# 12623 FOR \$ 1785.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ \_\_\_\_\_

FILED

02 JUN -3 PM 2:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PLEASE RETURN:

- |  |   |
|--|---|
| <input type="checkbox"/> CERTIFIED COPY        | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING |
| <input type="checkbox"/> CERTIFICATE OF STATUS |   |

☒ PLAIN STAMPED COPY

Examiner's Initials

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
CC INVESTORS OF SARASOTA, LTD.,  
A FLORIDA LIMITED PARTNERSHIP**

02 JUN -3 PM 2:03  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THIS CERTIFICATE is executed on the 31<sup>st</sup> day of May, 2002, with respect to the agreement of the CC INVESTORS OF SARASOTA, LTD., a Florida Limited Partnership ("the Partnership").

1. Name. The Partnership's name is CC INVESTORS OF SARASOTA, LTD., a Florida Limited Partnership.

2. Partnership's Business. The Partnership's business is to acquire (by contribution and purchase) and manage, hold, sell and otherwise deal with stocks, bonds, partnership interests and other investment property and engage in any other investment activities as determined by the General Partners. The Partnership may also do all things not otherwise illegal under the laws of the State of Florida.

3. Registered Agent. The name and street address of the Partnership's registered agent are:

John A. Moran, Esquire  
22 South Links Avenue  
Suite 300  
Sarasota, FL 34236

4. Specified Office. The mailing address and the principal place of business of the office at which its records are kept are:

c/o John A. Moran, Esquire  
22 South Links Avenue  
Suite 300  
Sarasota, FL 34236

5. General Partner. The name and post office address of the General Partner are DM OF SRQ, L.L.C., c/o John A. Moran, Esq., 22 South Links Avenue, Suite 300, Sarasota, FL 34236.

6. Dissolution. The latest date on which the Limited Partnership is to be dissolved and its affairs wound up is December 31, 2052.

7. Effective Date. The effective date of this Certificate of Limited Partnership shall be May 27, 2002. for accounting purposes only.

The execution of this Certificate by the undersigned General Partners constitutes an affirmation, under the penalties of perjury, that the facts stated herein are true.

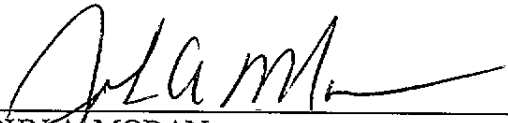
L02000013466

IN WITNESS WHEREOF this Certificate of Limited Partnership has been executed this  
31<sup>st</sup> day of MAY, 2002.

FILED  
02 JUN -3 PM 2 03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

General Partner

DM OF SRQ, L.L.C.,  
a Florida limited liability company

By:   
JOHN A. MORAN  
As Its Manager  
General Partner

22 South Links Ave., Suite 300  
Sarasota, FL 34236

**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT**


02 JUN -3 PM 2:03  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as statutory Registered Agent for CC INVESTORS OF SARASOTA, LTD., a Florida Limited Partnership (the "Partnership" in the foregoing Certificate of Limited Partnership), I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

Registered Agent:

Date

5/31/02

  
\_\_\_\_\_  
JOHN A. MORAN  
22 South Links Avenue  
Suite 300  
Sarasota, FL 34236

**AFFIDAVIT OF CAPITAL CONTRIBUTION**

STATE OF FLORIDA  
COUNTY OF SARASOTA

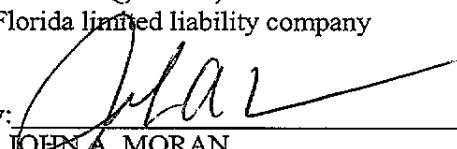
BEFORE ME, the undersigned authority personally appeared JOHN A. MORAN, Manager of DM OF SRQ, L.L.C., a Florida limited liability company, the General Partner of CC INVESTORS OF SARASOTA, LTD., a Florida Limited Partnership (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contribution to the Partnership made by the Limited Partners is in aggregate Two Million Four Hundred Fifty Thousand and No/100 (\$2,450,000.00) Dollars.
2. At this time it is anticipated that no additional capital contributions will be made by the Limited Partners.

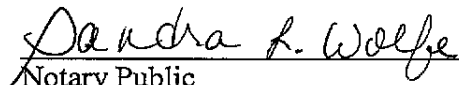
Under penalties of perjury, I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

GENERAL PARTNER

DM OF SRQ, L.L.C.,  
a Florida limited liability company

By:   
JOHN A. MORAN  
As its Manager

Subscribed and sworn before me, the undersigned authority, this 31<sup>st</sup> day of MAY, 2002, by JOHN A. MORAN as Manager and on behalf of DM OF SRQ, L.L.C., who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
Notary Public

Printed Name/My Commission Expires:

