

Root

William J. Voges
President - C.E.O.

A02000000869

275 Lyde Morris Boulevard
Orlando, Florida 32174
Tel: (386) 671-4910
Fax: (386) 671-9800
Email: wvoges@rootorg.com

June 6, 2002

Via Federal Express Standard

Florida Department of State
Division of Corporations - Limited Partnership Division
409 E. Gaines Street
Tallahassee, FL 32399

Re: CSR Ocala, Ltd.

BK

FILED
02 JUN 24 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

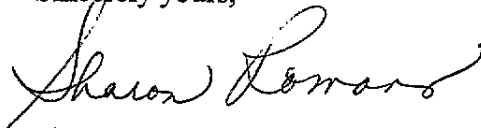
Enclosed for filing, please find the following:

1. One original Certificate of Limited Partnership and Affidavit of Capital Contributions for a Florida Limited Partnership; and
2. Our check in the amount of \$1,785.00, representing your \$1,750.00 (maximum) filing fee and \$35.00 fee for designating a Registered Agent.

Please proceed with the filing of the partnership documents and confirm the filing as soon as possible by faxing confirmation to (386) 671-9802. If you should require anything further, I will appreciate your calling me at (386) 671-4908.

Thanking you in advance for your cooperation and courtesies, I am,

Sincerely yours,



Sharon H. Romano
Legal Secretary

/shr

Enclosures

600005725766--3
-06/07/02--01048--016
***1785.00 ***1785.00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 11, 2002

SHARON H. ROMANO
ROOT COMPANY
275 CLYDE MORRIS BLVD.
ORMON BEACH, FL 32174

SUBJECT: CSR OCALA, LTD.
Ref. Number: W02000016912

02 JUN 24 AM 9:42
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CSR OCALA, LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$1,785.00 payment.

BOTH GENERAL PARTNERS must sign the Certificate and the Affidavit.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 102A00038258

CERTIFICATE OF LIMITED PARTNERSHIP

OF

CSR OCALA, LTD.

FILED
JUN 24 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Limited Partnership of CSR OCALA, LTD. (the "Partnership") is being executed by the undersigned for the purpose of forming a limited partnership pursuant to the Florida Revised Uniform Partnership Act, as amended.

1. Partnership Name. The name of the Partnership is CSR OCALA, LTD.
2. Partnership Address. The address of the principal office of the Partnership is 275 Clyde Morris Boulevard, Ormond Beach, Florida 32174.
3. Registered Agent. The Partnership's registered agent is William J. Voges. The address for the registered agent is 275 Clyde Morris Boulevard, Ormond Beach, Florida 32174.
4. Acceptance By Registered Agent. Having been named as registered agent and to accept service of process for the above named partnership at the place designation in this Certificate, I hereby accept the appointment as registered agent and agree to act in the capacity. I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties, and I am familiar with the accept the obligations of my position as registered agent.

Registered Agent's signature: _____

1. Mailing Address. The mailing address of the Partnership is 275 Clyde Morris Boulevard, Ormond Beach, Florida 32174.
2. Dissolution. The latest date upon which the Partnership is to be dissolved is December 31, 2099.

3. General Partner. The names and addresses of the general partners are

Root Real Estate Corp.
275 Clyde Morris Boulevard
Ormond Beach, FL 32174

PO000000 93902

RDT, L.L.C.
275 Clyde Morris Boulevard
Ormond Beach, FL 32174

MQ40000000 22

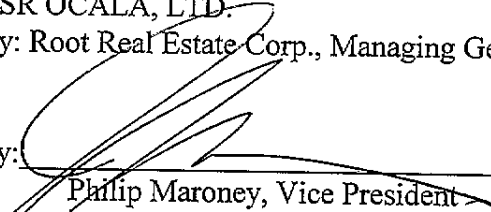
FILED
02 JUN 24 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, CSR OCALA, LTD. has caused this Certificate of Limited Partnership to be executed by its general partner as of this 6th day of June, 2002.

CSR OCALA, LTD.

By: Root Real Estate Corp., Managing General Partner

By:


Philip Maroney, Vice President

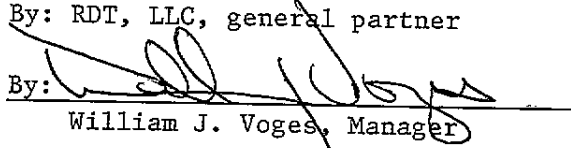
Attest:


Sharon H. Romano, Secretary

CSR OCALA, LTD.

By: RDT, LLC, general partner

By:


William J. Voges, Manager

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner of CSR OCALA, LTD. a Florida Limited Partnership, executed this affidavit filed pursuant to Section 620.108(1), Florida Statutes.

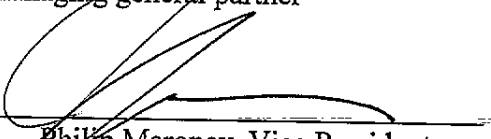
The total amount of capital contributions of the limited partners and the amount expected to be contributed by the limited partners is \$3,500,000.00.

DATED as of this 6th day of June, 2002.

FURTHER AFFIANT SAYETH NOT.

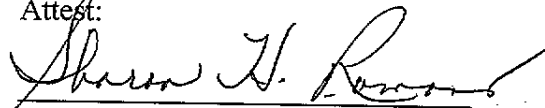
Under penalties of perjury, I declare that I have read the foregoing and that the facts are true to the best of my knowledge and belief.

ROOT REAL ESTATE CORP., a Florida corporation
its managing general partner

By: 

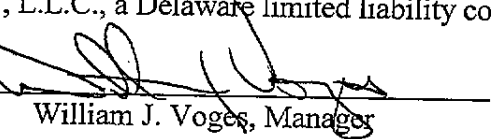
Philip Maroney, Vice President

Attest:



Sharon H. Romano, Secretary

RDT, L.L.C., a Delaware limited liability company

By: 

William J. Voges, Manager

FILED
JUN 24 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA