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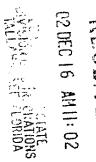
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STEEL HECTO	R & DAVIS LLP	
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215 S. MONR	OE ST. SUITE 601	
TALLAHASSEE		
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CORPORATION	NAME(S) & DOCUMENT NUMBER(S), (if known):	
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1. STEEPLECH	ASE PROPERTIES, LTD. (Document #)	
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(Corp	poration Name) (Document #)	
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4. (Corp.	poration Name) (Document #)	
Mail out NEW-FILINGS	Will wait Photocopy Certificate of Status AMENDMENTS 2	
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/Director	
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER FILINGS	REGISTRATION/ IF YOU HAVE ANY OUESTIONS PLE	
Annual Report	QUALIFICATION CONTACT ELIZABETH GLEATON AT	
Fictitious Name	Foreign 222.2300.	
Name Reservation	XX Limited Partnership THANK YOU.	
<u></u>	Reinstatement —	
	Trademark	
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FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

December 16, 2002

STEEL HECTOR & DAVIS LLC

TALLAHASSEE, FL

MAY WE PLEASE HAVE THE ORIGINAL FILING DATE OF 12/16/02. THANK YOU FOR YOUR ASSISTANCE WITH THIS REQUEST.

SUBJECT: STEEPLECHASE PROPERTIES, LTD.

Ref. Number: W02000035114

We have received your document for STEEPLECHASE PROPERTIES, LTD. and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on the this office. Please select a new name and make the substitution in all the appropriate places.

ALSO, please note that in the AFFIDAVIT you have stated that the partnership already has \$250,000.00 in limited partner contributions. If that is the case, you may wish to declare a higher TOTAL ANTICIPATED CONTRIBUTION AMOUNT.

If you set the bar at \$250,000.00, then the partnership will have to file a SUPPLEMENTAL AFFIDAVIT if the contribution amount ever surpasses \$250,000.00. By declaring a total anticipated amount that you know will never be surpassed, you would eliminate the need of the partnership's ever having to file a SUPPLEMENTAL AFFIDAVIT. And please note that - depending on the contribution amount -- the fee to file a SUPPLEMENTAL AFFIDAVIT could be as high as \$1,750.00.

ALSO, please note that we have RETAINED your \$1,837.50 payment.

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: 802A00066214

CERTIFICATE OF LIMITED PARTNERSHIP

OF

STEEPLECHASE HOMES, LTD.

The undersigned General Partner of Steeplechase Homes, Ltd., a Florida limited partnership (the "Partnership"), desiring to adopt a certificate of limited partnership of Steeplechase Properties, Ltd. (the "Certificate"), pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act"), hereby certifies as follows:

- 1. Name: The name of the Partnership is Steeplechase Homes, Ltd.
- 2. <u>Principal Place of Business, and Mailing Address</u>: The Partnership's principal place of business and mailing address is 5725 Vintage Oaks Circle, Delray Beach, Florida 33484.
- 3. <u>Initial Registered Agent</u>: The name of the initial registered agent of the Partnership is Eugene N. Suttin. The street address of the initial registered agent in the State of Florida is 5725 Vintage Oaks Circle, Delray Beach, Florida 33484.
- 4. Name and Address of General Partner: The name and address of the General Partner of the Partnership is Vintage Properties XI, Ltd., 5725 Vintage Oaks Circle, Delray Beach, Florida 33484.
- 5. Term: The term of the Partnership is until December 31, 2050, unless such term is extended under applicable law and the Partnership's limited partnership agreement, or sooner terminated under applicable law and the Partnership's limited partnership agreement.
- 6. <u>Affidavit re: Capital Contribution</u>: <u>An</u> affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is attached hereto as Exhibit "A".
- 7. <u>Controlling Agreement</u>: This Certificate summarizes information regarding the Partnership required under the Act but is qualified entirely by reference to the complete agreement of the partners to be embodied in a limited partnership agreement, which agreement shall include provisions not summarized in this Certificate and shall be controlling for all purposes.

IN WITNESS WHEREOF, this Certificate has been executed by Eugene N. Suttin, as President of AZA Ventures II, Inc., the General Partner of Vintage Properties XI. Ltd., the General Partner of the Partnership, this 12 th day of December, 2002.

General Partner:

VINTAGE PROPERTIES XI, LTD.,

a limited partnership

By: Compared to the state of AZA Ventures

Eugene N. Suttin, President of AZA Ventures

II, Inc., its General Partner

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for Steeplechase Homes, Ltd.a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership of the Partnership, I hereby agree to accept service of process for said Partnership and to comply with all statutes relative to the complete and proper performance of the duties of the registered agent.

Eugene N. Suttin Registered Agent

PH 1: 25

AFFIDAVIT RE: CAPITAL CONTRIBUTIONS OF

STEEPLECHASE HOMES, LTD.

The undersigned, constituting the sole General Partner of Steeplechase Homes, Ltd., a Florida Limited partnership, does hereby certify:

- 1. The amount of capital contributions to date of the Limited Partners is \$250,000.
- 2. The total amount contributed and anticipated to be contributed by the Smited Partners at this time totals \$250,000.

Signed this 12th day of December, 2002.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

General Partner:

VINTAGE PROPERTIES XI, LTD.,

a limited partnership

Eugene N. Suttin, President of

AZA Ventures II, Inc., its General Partner

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