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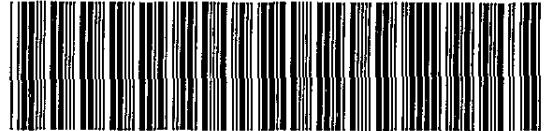
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DATE
FILED
TALLAHASSEE, FLORIDA

03 APR 14 PM 4:36

RECEIVED

03 APR 14 PM 4:59
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

FILED



FILED
03 APR 14 PM 4:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 034896 81491A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 14, 2003

ORDER TIME : 3:54 PM

ORDER NO. : 034896-010

CUSTOMER NO: 81491A

CUSTOMER: Carmen D. Chinsee, Secretary
Jones Foster Johnston & Stubbs

Suite 1100
505 South Flagler Drive
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: WOOLBRIGHT RIVER RUN, LTD.

*****FILE 2ND*****

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135
EXAMINER'S INITIALS:

RECEIVED
03 APR 14 PM 4:32
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF WOOLBRIGHT RIVER RUN, LTD.**

FILED
03 APR 14 PM 6:59
TALLAHASSEE, FLORIDA

The name of the partnership is Woolbright River Run, Ltd.

The address of the Partnership's office is c/o Woolbright 12 Florida, Inc., 4800 North Federal Highway, Suite 108-D, Boca Raton, Florida 33431.

The name and address of the agent for service of process is Peter S. Holton, Jones, Foster, Johnston & Stubbs, P.A., 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401.

The name and business address of the general partner is Woolbright 12 Florida, Inc., 4800 North Federal Highway, Suite 108-D, Boca Raton, Florida 33431.

A mailing address for the Limited Partnership is c/o Woolbright 12 Florida, Inc., 4800 North Federal Highway, Suite 108-D, Boca Raton, Florida 33431.

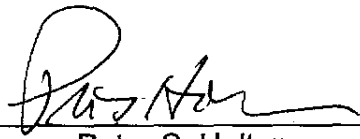
The Limited Partnership shall be formed as of the date of filing hereof.

The latest date upon which the Limited Partnership is to dissolve is December 31, 2049.

This Certificate of Limited Partnership of Woolbright River Run, Ltd., has been executed on the 11th day of April, 2003. By such execution, the general partner whose signature is set forth below hereby affirms, under penalty of perjury, that the facts stated herein are true.

GENERAL PARTNER:

WOOLBRIGHT 12 FLORIDA, INC.,
a Florida corporation

By: 
Name: Peter S. Holton
Its: Vice President

AFFIDAVIT

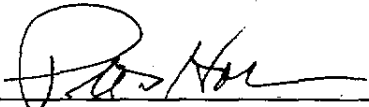
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, as general partner of Woolbright River Run, Ltd., pursuant to Section 620.108(1), *Florida Statutes*, hereby attests to the following:

1. The Contribution of the initial limited partners of Woolbright River Run, Ltd. is \$100,000.00.
2. The total amount contributed and anticipated to be contributed by the limited partners of Woolbright River Run, Ltd. is \$100,000.00.
3. By its execution, the general partner whose signature is set forth below, hereby affirms, under the penalties of perjury that the facts stated herein are true.

GENERAL PARTNER:

Woolbright 12 Florida, Inc., a Florida corporation

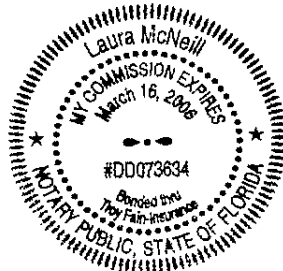
By: 
Name: Peter S. Holton
Title: Vice President

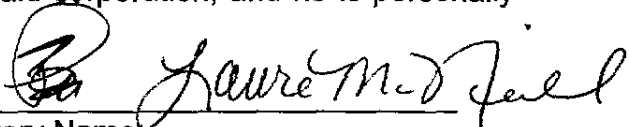
STATE OF FLORIDA

COUNTY OF PALM BEACH

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, the foregoing instrument was sworn to, subscribed and acknowledged before me this 11th day of April, 2003, by Peter S. Holton, as Vice President of Woolbright 12 Florida, Inc., a Florida corporation, freely and voluntarily under authority duly vested in him by said corporation, and he is personally known to me.

(Notary Seal)




Notary Name: _____
Commission No.: _____

**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

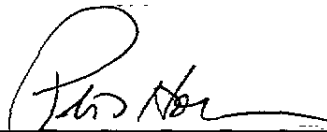
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03 APR 14 PM 4:59
SEALING UNIT
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, *Florida Statutes*, the following is submitted in compliance with said Act:

That WOOLBRIGHT RIVER RUN, LTD., desiring to organize as a limited partnership under the laws of the State of Florida, has named Peter S. Holton, located at the Registered Office of the partnership at 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated partnership at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Peter S. Holton, Registered Agent