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Florida Department of State

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To:

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From:

SUZANNE M. McLAUGHLIN

Account Name : CNL FINANCIAL GROUP, INC.

Account Number: 113615003626 Phone: (407)650-1000 Fax Number: (407)650-1065

O3 JUL 23 PM 3: 51
DIVISIDE OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

Moss Park Q Partners, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$1,846.25

Pay 03



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

July 23, 2003

CNL FINANCIAL GROUP, INC.

SUBJECT: MOSS PARK Q PARTNERS, LTD.

REF: W03000020917

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CERTIFICATE OF LIMITED PARTNERSHIP

<u>O</u>F

MOSS PARK O PARTNERS, LTD.

The undersigned, hereby makes, acknowledges and files with the Secretary of State of the State of Florida, this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

- 1. <u>NAME OF PARTNERSHIP</u>. The name of the partnership shall be MOSS PARK Q PARTNERS, LTD.
- LOCATION OF PRINCIPAL PLACE OF BUSINESS. The principal place of business of the partnership shall be located at 450 S. Orange Avenue, Orlando, Florida 32801, or at such other place or places as the General Partner shall from time to time determine.
 - 3. NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS:

Linda A. Scarcelli 450 S. Orange Avenue Orlando, Florida 32801

4. NAME AND BUSINESS ADDRESS OF EACH GENERAL PARTNER

MOSS PARK Q PARTNERS GP, IN 450 S. Orange Avenue Orlando, Florida 32801

MAILING ADDRESS OF THE LIMITED PARTNERSHIP:

P. O. Box 4920 Orlando, Florida 32801-4920

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6. TERM. The partnership shall be dissolved on December 31, 2050 unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the partnership.

EXECUTED this 23 Ad day of July, 2003.

GENERAL PARTNER:

MOSS PARK Q PARTNERS GP, INC.

Robert A. Bourne, President

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, Linda A. Scarcelli, accepts her designation as Registered Agent for MOSS PARK Q PARTNERS, LTD. and the obligations imposed on her as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.

Linda A. Scarcelli, Registered Agent

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AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.108, the undersigned certifies that the capital contributions of the Limited Partners of MOSS PARK Q PARTNERS, LTD. are \$4,750 to date. The anticipated amount of additional capital contributions of the limited partners is \$1,500,000.

FURTHER AFFIANT SAYETH NOT.

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

EXECUTED this 23rd day of July, 2003.

GENERAL PARTNER:

MOSS PARK Q PARTNERS GP, INC.

y: yourn

Robert A. Bourne, President

