

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : FOWLER, WHITE, GILLEN, BOGGS, VILLAREAL & BANKER, P.A.
Account Number : 075410001562
Phone : (813) 228-7411
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ARTICLE
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03 AUG 27 PM 4:50
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FLORIDA LIMITED PARTNERSHIP
SUGDEN INVESTMENTS, LTD.

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DIVISION OF CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	03
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**CERTIFICATE OF LIMITED PARTNERSHIP
SUGDEN INVESTMENTS, LTD.**

The undersigned sole general partner, desiring to form a limited partnership pursuant to the laws of the State of Florida, certifies as follows:

1. **Name of Limited Partnership.** The name of the limited partnership shall be SUGDEN INVESTMENTS, LTD.
2. **Office for Maintenance of Business Records.** The address of the office at which the records of the limited partnership will be kept is Fowler White Boggs Banker P.A., 5811 Pelican Bay Boulevard, Suite 600, Naples, Florida 34108.
3. **Agent for Service of Process.** The name and address of the partnership's agent for service of process in Florida are FOWLER WHITE BOGGS BANKER P.A., 5811 Pelican Bay Boulevard, Suite 600, Naples, FL 34108.
4. **General Partner.** The name and business address of the General Partner in the Limited Partnership are as follows:

<u>Name</u>	<u>Address</u>
SUGDEN INVESTMENTS, INC. <i>POB-91984</i>	c/o Fowler White Boggs Banker P.A. 5811 Pelican Bay Boulevard, Suite 600 Naples, Florida 34108

5. **Mailing Address of Partnership.** The mailing address of the limited partnership is c/o Fowler White Boggs Banker P.A., 5811 Pelican Bay Boulevard, Suite 600, Naples, Florida 34108.
6. **Latest Date of Dissolution.** The latest date on which the limited partnership is to dissolve is December 31, 2053.

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

Dated as of this 21st day of August, 2003.

GENERAL PARTNER:

SUGDEN INVESTMENTS, INC., a Florida Corporation

Margaret Sugden

By: MARGARET E. SUGDEN
Its: President

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I hereby accept appointment as registered agent for the partnership.

FOWLER WHITE BOGGS BANKER P.A.

By: William H. Myers
William H. Myers

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole General Partner of SUGDEN INVESTMENTS, LTD., declares that the capital contributions of the Limited Partners in the partnership are as follows:

The Limited Partners have made and anticipate to make capital contributions of \$100,000,000.

Further Affiant sayeth not. Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof, and that the facts stated herein are true and correct.

GENERAL PARTNER:

SUGDEN INVESTMENTS, INC., a Florida Corporation

By: Margaret Sugden
MARGARET S. SUGDEN
Its: President

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STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 26th day of August, 2003, by MARGARET S. SUGDEN, the President of SUGDEN INVESTMENTS, INC., as General Partner of SUGDEN INVESTMENTS, LTD., who is personally known to me or who has produced a driver license as identification.

[Signature]

Notary Public
State of Florida
My Commission Expires:
My Commission Number:



Robert T. Kleinknecht, Jr.
Commission # CC 91387
Expires Feb. 27, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

(Printed, typed or stamped commissioned name of Notary Public)