

OCT 03 05:42PM FROM Akerman Senterfitt
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DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

Hillcrest Partners Limited Partnership

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$1,846.25

03 OCT 16 AM 11:29
DIVISION OF CORPORATION

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
HILLCREST PARTNERS LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting all of the general partners of the Hillcrest Partners Limited Partnership (herein, the "Limited Partnership"), hereby form a limited partnership in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act (1986) and adopt the following Certificate of Limited Partnership for such Limited Partnership:

**ARTICLE I
NAME**

The name of the Limited Partnership is:

HILLCREST PARTNERS LIMITED PARTNERSHIP

**ARTICLE II
PURPOSE**

The Limited Partnership is organized for the purpose of engaging in any lawful activity permitted by the laws of the State of Florida.

**ARTICLE III
INITIAL REGISTERED AGENT**

The name and address of the initial registered agent of the Limited Partnership is as follows:

<u>Name</u>	<u>Address</u>
Steven A. Williams	101 E. Kennedy Boulevard, Suite 3700 Tampa, Florida 33602

**ARTICLE IV
RECORDKEEPING OFFICE AND MAILING ADDRESS**

The address of the recordkeeping office and the mailing address of the Limited Partnership is as follows:

1701 South Florida Avenue
Lakeland, Florida 33803

03 OCT 15 4:11:21
HILLCREST PARTNERS LIMITED PARTNERSHIP
AND
INITIAL REGISTERED AGENT

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ARTICLE V
NAME AND BUSINESS ADDRESS OF GENERAL PARTNERS

The name and address of the general partners of the Limited Partnership are:

Name

Address

Hillcrest Partners, LLC

1701 South Florida Avenue
Lakeland, Florida 33803

ARTICLE VI
DISSOLUTION

Unless extended by the partners in accordance with the terms of the Agreement of Limited Partnership, the Limited Partnership shall dissolve on December 31, 2053.

IN WITNESS WHEREOF, the undersigned general partners have signed this Certificate of Limited Partnership this 13th day of October, 2003.

HILLCREST PARTNERS, LLC, General Partner

By: Stephen A. Moore, Jr.

Stephen A. Moore, Jr., Managing Member

STATE OF FLORIDA)
COUNTY OF POLK)

The foregoing instrument was acknowledged before me this 13th day of October, 2003, by Stephen A. Moore, Jr., Managing Member of HILLCREST PARTNERS, LLC [] who is personally known to me or [] who has provided _____ as identification.

[NOTARY SEAL]

Linda D. Hartley
Notary Public

My commission expires: _____



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OCT-15-03 05:43PM FROM-AkermanSenterfitt

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial registered agent for service of process of the HILLCREST PARTNERS LIMITED PARTNERSHIP, a Florida limited partnership, as made in the foregoing Certificate of Limited Partnership.

Date: 10/13/03


Steven A. Williams

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AND
10/13/03

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GENERAL PARTNERS' AFFIDAVIT OF CAPITAL CONTRIBUTIONS

In accordance with the provisions of Section 620.108, Florida Statutes (1995) the undersigned, constituting all of the general partners of the HILLCREST PARTNERS LIMITED PARTNERSHIP, a Florida limited partnership (the "Limited Partnership") do hereby declare that the initial and current value of the capital contributions of the limited partners of the Limited Partnership exceeds One Million Dollars (\$1,000,000) and that the anticipated total value of the capital contributions of the limited partners will not exceed Fifty Million Dollars (\$50,000,000).

HILLCREST PARTNERS, LLC, General Partner

By: 
Stephen A. Moore, Jr., Managing Member

03 OCT 15 AM 11:21
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