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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*hjk*



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 365826 4352702

AUTHORIZATION :

*Patricia Pigute*

COST LIMIT : \$ 1,837.50

ORDER DATE : December 18, 2003

ORDER TIME : 11:56 AM

ORDER NO. : 365826-005

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis  
Williams Parker Harrison  
Dietz & Getzen  
200 South Orange Avenue

Sarasota, FL 34236

DOMESTIC FILING

NAME: HLA HOLDINGS, LTD.

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: Amanda Haddan - EXT. 2955

EXAMINER'S INITIALS: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE  
*1/1/04*

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HLA HOLDINGS, LTD.  
A FLORIDA LIMITED PARTNERSHIP**

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TALLAHASSEE, FLORIDA

The undersigned general partner desires to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986) as set forth in Chapter 620, Part I, Florida Statutes, and hereby states the following:

1. The name of the limited partnership is HLA Holdings, Ltd. (the "Partnership").
2. The address of the principal office and the mailing address of the Partnership is 26212 Madras Court, Punta Gorda, Florida 33983.
3. The name and street address of the general partner of the Partnership is RAM/PJP II, Inc., 26212 Madras Court, Punta Gorda, Florida 33983. 203 000130705
4. The name and street address of the registered agent for service of process on the Partnership in Florida is William M. Seider, 200 South Orange Avenue, Sarasota, Florida 34236.
5. The Partnership's existence shall begin on January 1, 2004.
6. The latest date upon which the Partnership is to be dissolved is December 31, 2050.

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.


Signed this 17<sup>th</sup> day of December 2003.

GENERAL PARTNER:

RAM/PJP II, Inc.  
a Florida Corporation

By:   
Philip J. Palmer, Its President

Having been named as registered agent for HLA Holdings, Ltd., a Florida limited partnership, in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

  
William M. Seider  
Registered Agent

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR  
HLA HOLDINGS, LTD.**

The undersigned, the sole general partner of HLA Holdings, Ltd., a Florida Limited Partnership, certifies:

The amount of capital contributions of the limited partners to date is \$250,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time is \$250,000.

Signed this 17 day of December 2003.

FURTHER AFFIANT SAYETH NOT.

Under the 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:

RAM/PJP II, INC.,  
a Florida corporation

By: 

Philip J. Palmer, Its President