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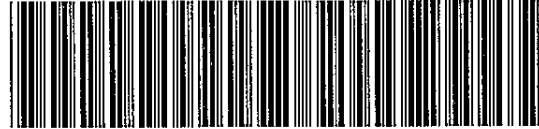
(Business Entity Name)

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04 FEB -5 PM 2:43
TALLAHASSEE, FLORIDA

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DIVISION OF STATE
TALLAHASSEE, FLORIDA

GRAY|ROBINSON
ATTORNEYS AT LAW

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301 SOUTH BRONOUGH ST. (32301)
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February 5, 2004

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

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TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed for filing **FIRST**, please find the **APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA** along with a check in the amount of **\$155.00** for the applicable filing fees and fees to obtain a **CERTIFIED COPY** for the following entity:

BSP/TRADITION II, LLC

AFTER FILING THE ABOVE, please file **SECOND** the **CERTIFICATE OF LIMITED PARTNERSHIP** and supply one **CERTIFIED COPY** for the following entity:

TRADITION ALAFAYA, LTD.

A check for **\$1,837.50** is enclosed for the second filing above.

Upon receipt, please "date-stamp" the copy of the letter provided and call me at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,



Debbie Frost
Office Administrator

**CERTIFICATE OF LIMITED PARTNERSHIP OF
TRADITION ALAFAYA, LTD.
a Florida limited partnership**

FILED
04 FEB 15 PM 2:43
STATE OF FLORIDA
TALLAHASSEE

I. Name. The name of the partnership shall be:

Tradition Alafaya, Ltd.

II. Name and Address of Registered Agent. The name and address of the agent and office for service of process of the limited partnership shall be:

J. Steven Schrimsher
600 East Colonial Drive, Suite 100
Orlando, FL 32803

III. General Partners. The names and addresses of the general partners of the partnership are as follows:

Schrimsher Investments Corporation
600 East Colonial Drive, Suite 100
Orlando, FL 32803

PA6000086295

BSP/Tradition II, LLC
35 Broad Street
Charleston, SC 29401

M04000000479

IV. Location of Principal Place of Business and Mailing Address. The location of the principal place of business and mailing address of the limited partnership is as follows:

600 East Colonial Drive, Suite 100
Orlando, FL 32803

V. Latest Date of Dissolution. The latest date upon which the limited partnership is to dissolve is December 31, 2054.

[Remainder of Page Intentionally Left Blank]

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

Signed this 29th day of January, 2004.

**TRADITION ALAFAYA, LTD., a Florida
limited partnership**

**By: Schrimsher Investments Corporation, a
Florida corporation, a General Partner**

By: 
J. Steven Schrimsher, President

**By: BSP/Tradition II, LLC, a South Carolina
limited liability company, a General
Partner**

By: 


Name: STEPHEN R. WALSH

Title: MANAGING PARTNER

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for TRADITION ALAFAYA, LTD., a Florida limited partnership, I hereby accept appointment as its Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Florida statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

DATED this 29th day of January, 2004.



J. Steven Schrimsher

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

THE UNDERSIGNED, as the General Partners of TRADITION ALAFAYA, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership" hereby certify as follows:

1. The amount of capital contributions to date of the limited partners of the Partnership is \$0.00.
2. The total amount of capital contributions contributed and anticipated to be contributed by the limited partners is \$8,770,000.00.

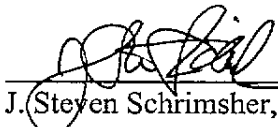
Signed this 29th day of January, 2004.

Under penalty of perjury, the undersigned declare that we have read the foregoing, and that the facts alleged are true and correct to the best of our knowledge and belief.

**TRADITION ALAFAYA, LTD., a Florida
limited partnership**

**By: Schrimsher Investments Corporation, a
Florida corporation, a General Partner**

By: _____


J. Steven Schrimsher, President

**By: BSP/Tradition II, LLC, a South Carolina
limited liability company, a General
Partner**

By: _____

Name: STEPHEN R. WALSH

Title: MANAGING PARTNER