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J. BRYAN JUN 11 2004



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 736011 85036A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 140.00

ORDER DATE : June 10, 2004

ORDER TIME : 2:59 PM

ORDER NO. : 736011-005

CUSTOMER NO: 85036A

CUSTOMER: Robert A. Forlizzo, Esq
Forlizzo Law Group, P.a.

2903 Rigsby Lane

Safety Harbor, FL 34695

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DOMESTIC FILING

NAME: WIN - HERON II, 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: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

CERTIFICATE OF LIMITED PARTNERSHIP

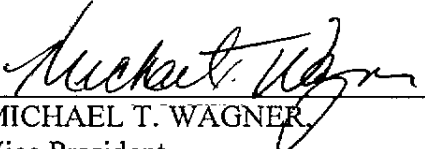
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UNION J. INCORPORATIONS
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership: **WIN – HERON II, LTD.**
2. Business address of Limited Partnership: 2901 Rigsby Lane, Safety Harbor, Florida 34695.
3. Name of Registered Agent: **ROBERT A. FORLIZZO.**
4. Florida street address for Registered Agent: 2903 Rigsby Lane, Safety Harbor, Florida 34695.
5. By: 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process).
6. Mailing address of Limited Partnership: 2901 Rigsby Lane, Safety Harbor, Florida 34695.
7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2034.
8. Name of General Partner: **#P03000048889**
PDG II, INC. Street Address:
2901 Rigsby Lane
Safety Harbor, Florida 34695

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

Signed this 9th day of June, 2004.

PDG II, INC., a Florida corporation

By: 
MICHAEL T. WAGNER,
Vice President,
General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting all of the General Partners of **WIN – HERON II, LTD.**, a Florida limited partnership, certifies:

The amount of capital contributions to date of the Limited Partners is \$1,000.00.

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$1,000.00.

Signed this 9th day of June, 2004.

FURTHER AFFIANT SAYETH NOT.

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

PDG II, INC.,
a Florida corporation

By: _____


MICHAEL T. WAGNER, Vice President
General Partner

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