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PROPERTY PLANNING, INC.

5001 PHILIPS HWY 7-8 JACKSONVILLE, FLGRIDA 32207 TELEPHONE (904) 737-1245

February 9, 2005

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Sir:

Attached please find our Certificate of Limited Partnership and Affidavit of Capital Contributions for the limited partnership, SR 44, Ltd. A check for the filing fees in the amount of \$1,785 is also enclosed.

Sincerely,

A.T. Parsons, Jr.

President

Enclosures



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

February 18, 2005

A.T. PARSONS, JR. PROPERTY PLANNING, INC. 5001 PHILIPS HWY 7-B JACKSONVILLE, FL 32207

SUBJECT: SR 44, LTD.

Ref. Number: W05000008715

We have received your document for SR 44, LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges Document Specialist

Letter Number: 005A00011692

CERTIFICATE OF LIMITED PARTNERSHIP

T. Lyding.
State Rd. 44, Ltd.
2. Office Address:
5001 Philips Highway, Suite 7B, Jacksonville, Florida 32207.
3. Name and Address of Registered Agent:
Property Planning, Inc. 5001 Philips Highway, Suite 7B Jacksonville, Florida 32207
4. Mailing Address of State Rd. 44, Ltd.
5001 Philips Highway, Suite 7B Jacksonville, Florida 32207
5. The latest date upon which State Rd. 44, Ltd. is to dissolve is:
December 31, 2033.
6. Name and Address of General Partner: Property Planning, Inc. 5001 Philips Highway, Suite 7B Jacksonville, Florida 32207
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 23 day of February, 2005.
Property Planning, Inc. By: A. T. Parsons, Ir.
Title: <u>President</u> General Partner and Registered Agent

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR State Rd. 44, Ltd.

The undersigned constituting the sole General Partner of State Rd. 44, Ltd., a Florida Limited Partnership, certifies:

1.	The amount of capital contributions to date of the limited partners, \$1,900,000.00.	ers is
2.	The total amount contributed and anticipated to be contributed limited partners at this time totals \$1,900,000.00	by the
Signed this_	day of February, 2005.	
FURTHER A	FFIANT SAYETH NOT.	
-	alties of perjury, I declare that I have read the foregoing and kno of and that the facts stated herein are true and correct.	w the
Property Plar By: A. T. Pa Title: Preside	sols, Jr.	