

A0500 0000041

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000078669 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

RECEIVED
05 MAR 31 PM 12:12
DIVISION OF CORPORATION

W05-710039

FLORIDA LIMITED PARTNERSHIP

POINCIANA RAIL, LTD.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$1,846.25

FILED
05 MAR 31 PM 9:36
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

T. Brumley APR 1 2005

CERTIFICATE OF LIMITED PARTNERSHIP

1. POINCIANA RAIL, LTD., a Florida limited partnership
 (Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 105 East Robinson Street, Suite 540, Orlando, FL 32801
 (Business address of Limited Partnership)

3. F.B. BYWATER
 (Name of Registered Agent for Service of Process)

4. 105 East Robinson Street, Suite 540, Orlando, FL 32801
 (Florida street address for Registered Agent)

5. *JB Bywater*
 (Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 105 East Robinson Street, Suite 540, Orlando, FL 32801
 (Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2034

8. Name(s) of general partner(s):

Street address:

JOHN YOUNG DEVELOPMENT COMPANY, LLC, 105 East Robinson Street, Ste. 54
a Florida limited liability company Orlando, Florida 32801

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

Signed this 30th day of March, 2005.

Signature of all general partners:

GENERAL PARTNER:

JOHN YOUNG DEVELOPMENT COMPANY, LLC,
 as Florida limited liability company

By: *JB Bywater*
F.B. BYWATER, Manager

W05000078669 3

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of POINCIANA RAIL, LTD.,
a Florida limited partnership

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 424,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 463,200.00

Signed this 30th day of March, 2005

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

JOHN YOUNG DEVELOPMENT COMPANY, LLC,
a Florida limited partnership

By:

F.B. BYWATER, Manager

W05000078669 3