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## To:

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

## From:

CAN MATTHEWS  
Account Name : DEAN, MEAD, EGERTON, BLOODWORTH, CAPOVANO & BOZARTH, P.A.  
Account Number : 076077001702  
Phone : (407)941-1200  
Fax Number : (407)423-1831

~~ROS 70394~~

## FLORIDA LIMITED PARTNERSHIP

S&D Properties, Ltd.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$1,837.50

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
S&D PROPERTIES, LTD.**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Sections 620.101 through 620.205 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is S&D Properties, Ltd.
2. The address of the office of the Partnership as referred to in Section 620.108, Florida Statutes, is 1031 Meadow Lane, Orlando, Florida 32807.
3. The name and address of the agent for service of process on the Partnership are Dean Mead Services, LLC, 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803.

4. The name and business address of the General Partner are:

<u>Name</u>	<u>Address</u>
Broken Road, Inc.	1031 Meadow Lane Orlando, Florida 32807

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5. The mailing address for the Partnership is 1031 Meadow Lane, Orlando, Florida 32807.
6. The latest date upon which the Partnership shall dissolve is December 31, 2105.

7. A conveyance or encumbrance of real property or any interest therein held in the name of the Partnership, and any other instrument affecting title to real property which the Partnership has an interest, shall be executed in the Partnership name by the General Partner.

*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.*

GENERAL PARTNER:  
Broken Road, Inc.

By: Denise N. Earnest  
Denise N. Earnest, President

Date: June 10, 2005

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the above-named Partnership, at the place designated in the foregoing Certificate of Limited Partnership, I hereby accept such appointment and agree to act in such capacity, and I further agree to comply with provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent. I am familiar with, and accept the duties and obligations of, Section 620.192 of the Florida Statutes.

REGISTERED AGENT:  
DEAN MEAD SERVICES, LLC

By: Dean, Mead, Egerton, Bloodworth, Capouano  
& Bozarth, P.A., as sole member

By: Steven C. Lee  
Steven C. Lee, Vice President

Date: June 10, 2005

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STATE OF FLORIDA

COUNTY OF ORANGE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Denise N. Earnest as President of Broken Road, Inc., a Florida corporation, the sole general partner of S&D Properties, Ltd., a Florida limited partnership (the "Partnership"), of Orange County, Florida, who upon being duly sworn, certified as follows:

1. The amount of the capital contributions to the Partnership made by the limited partners is \$280,000.00.
2. The amount of additional capital contributions anticipated to be contributed by the limited partners is \$ -0-.

FURTHER AFFLIANT SAYETH NOT.

*Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.*

GENERAL PARTNER:  
Broken Road, Inc.

By: Denise N. Earnest  
Denise N. Earnest, President

Sworn to and subscribed before me this 10 day of June, 2005, by Denise N. Earnest as President of Broken Road, Inc., a Florida corporation, as General Partner on behalf of S&D Properties, Ltd., a Florida limited partnership. She (check one) ☐ is personally known to me, ☒ produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or ☐ produced other identification, to wit: E 652-174-59888-0

Dean Mead  
Print Name: \_\_\_\_\_  
Notary Public - State of Florida  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

(NOTARY'S STAMP OR SEAL)

A. R. ORENDER  
NOTARY PUBLIC, STATE OF FLORIDA  
COMMISSION # DD122136  
EXPIRES 06/02/2008  
BONDED THRU 1-000-NOTARY

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