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DATE: 01-13-06

NAME: SOUTHWINDS COVE PARTNERS, LTD

TYPE OF FILING: CERTIFICATE OF LIMITED PARTNERSHIP

COST: CK FOR \$1,061.25

RETURN: GOOD STANDING & CERTIFIED COPY

ACCOUNT: FCA0000000015

AUTHORIZATION: ABBIE/PAUL HODGE

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SOUTHWINDS COVE PARTNERS, LTD.**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the general partner of SOUTHWINDS COVE PARTNERS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be **SOUTHWINDS COVE PARTNERS, LTD.** (the "Partnership").

2. The address of the initial office where records shall be kept shall be 1551 Sandspur Road, Maitland, Florida 32751. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The name and initial business address of the General Partner is:

FLORIDA CAPITAL HOLDINGS 2006 J, L.L.C., a Florida limited liability company
#L06000004530
1551 Sandspur Road
Maitland, Florida 32751

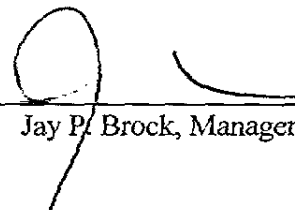
4. The initial mailing address of the limited partnership is P.O. Box 4961, Orlando, Florida 32802-4961.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2066.

This Certificate has been executed by the undersigned as of the 12th day of January, 2006.

GENERAL PARTNER:

**FLORIDA CAPITAL HOLDINGS 2006 J,
L.L.C.**, a Florida limited liability company

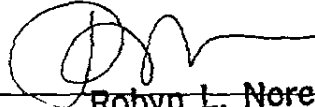
By: 
Jay P. Brock, Manager

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for SOUTHWINDS COVE PARTNERS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such.

**B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC.,** a Florida corporation

By: 
Name: Robyn L. Noren
Title: Vice President

Dated this 12 day of January, 2006.

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