

# A1300000756

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Account Number : I20110000060  
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FLORIDA/FOREIGN LP/LLP  
Heritage Park <sup>Apartment's,</sup> Partners, Ltd.

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December 12, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CLARK & ALBAUGH, LLP

SUBJECT: HERITAGE PARK PARTNERS, LTD.  
REF: W13000067990

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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.

The document number of the name conflict is P94000032281 "HERITAGE PARK PARTNERS, INC."

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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) 245-6051.

Karen A Saly  
Regulatory Specialist II

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HERITAGE PARK APARTMENTS, LTD.**

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

1. The name of the Partnership shall be HERITAGE PARK APARTMENTS, LTD.
2. The address of the initial office where records shall be kept shall be 200 East Canton Avenue, Suite 102, Winter Park, Florida 32789. The name of the initial registered agent for service of process is Clark, Albaugh & Rentz, LLP, a Florida limited liability partnership, and the street address of the initial registered agent office is 700 West Morse Boulevard, Suite 101, Winter Park, Florida 32789.
3. The name and initial business address of the General Partner is:  
  
**HERITAGE PARK MANAGERS, L.L.C.**, a Florida limited liability company  
200 East Canton Ave, Suite 102, Winter Park, Florida 32789
4. The initial mailing address of the limited partnership is 200 East Canton Avenue, Suite 102, Winter Park, Florida 32789.
5. The duration of the Partnership shall be perpetual, unless dissolved in accordance with the terms of the governing partnership agreement of the Partnership.
6. The Partnership hereby elects to be a limited partnership.

This Certificate has been executed by the undersigned as of the 12 day of December, 2013.

**GENERAL PARTNER:**

**HERITAGE PARK MANAGERS, L.L.C.**, a  
Florida limited liability company

By:   
Paul M. Missigman, Manager

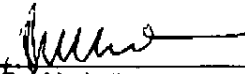
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**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated Registered Agent for HERITAGE PARK APARTMENTS, 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.

**CLARK, ALBAUGH & RENTZ, LLP, a**  
Florida limited liability partnership

By: \_\_\_\_\_

  
Scott D. Clark, Partner

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