



THE UNITED STATES  
CORPORATION  
COMPANY

A 31952

ACCOUNT NO. : 072100000032

REFERENCE : 619724 4381472

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED  
SECRETARY OF CORPORATIONS  
00 APR -4 MID: 35

ORDER DATE : March 10, 2000

ORDER TIME : 12:08 PM

ORDER NO. : 619724-215

CUSTOMER NO: 4381472

CUSTOMER: Ms. Robyn Dettmer  
Broad And Cassel  
Suite 1100  
390 North Orange Avenue  
Orlando, FL 32801

500003166285-16

-03/13/00--01011--008  
\*\*\*\*339.08 \*\*\*\*339.08

RECEIVED  
00 MAR 10 PM 4:29  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: WINTER COUNTRY GARDEN  
ASSOCIATES, L.P., LTD.

EFFECTIVE DATE:

LP-339.08

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

BK 4/4

FILE 1ST

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State

March 13, 2000

TAMARA ODOM  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: WINTER COUNTRY GARDEN ASSOCIATES, L.P., LTD.  
Ref. Number: A31952

**RESUBMIT**

Please give original  
submission date as file date.

FILED  
DIVISION OF CORPORATIONS  
00 APR -4 AM 10:35

We have received your document for WINTER COUNTRY GARDEN ASSOCIATES, L.P., LTD. and your check(s) totaling \$339.08. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$339.08 payment.

This is a CALIFORNIA limited partnership. The TITLE and format of this Supplemental Affidavit could only be used for a FLORIDA limited partnership. Please correct.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 600A00013782

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A  
FOREIGN LIMITED PARTNERSHIP**

The undersigned general partners of Winter Country Garden Associates, L.P., Ltd., a California limited partnership, executed this supplemental affidavit filed pursuant to section 620.176, Florida Statutes. The total amount of the capital contributions of the limited partners that is allocated for the purpose of transacting business in Florida is \$3,523,449.43.

Signed this 28 day of March 2000.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2000 APR -4 AM 10:35


***FURTHER AFFLIANT SAYETH NOT.***

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

General Partner:

CED Capital Holdings I, Ltd., a Florida  
limited partnership

By: CED Construction, Inc., a Florida  
corporation, its managing general  
partner

By:   
Michael J. Sciarrino, President

**FEES:**

\$7 per \$1,000 based on the additional contributions  
(Minimum \$52.50 – Maximum \$1,750.00)

**Make checks payable to Florida Department of State and mail to:**  
**Division of Corporations**  
**P.O. Box 6327**  
**Tallahassee, Florida 32314**