CORPORATION INFORMATION: 800-342-8086 Staylery, Inc. 1201 HAYS STREET 5000000 TALLAHASSEL, EL 32 R 904-222-9171 901-222-0391 TAX MAIL TO: P.O. Box 5828 TALLAHASSEL, EL 1231-L ACCOUNT NO. : 0721000000032 REFERENCE : 56.2043 41.34B AUTHORIZATION : Patuein Popit COST LIMIT : 0 /40.00 ORDER DATE: Morch 17, 1995 वृद्धाः सार्थान व्यक्ति ORDER TIME : 10:09 AM ORDER NO. : 562040 CUSTOMER NO: 4134B CUSTOMER: Ms. Helen Brock Ford BROAD AND CASSEL Suite 1100 390 N. Orange Avenue Orlando, FL 32801 DOMESTIC FILING NAME: CED MURFREESBORO PARTNERS, LTD. _ ARTICLES OF INCORPORATION X CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: X ____ CERTIFIED COPY

EXAMINER'S INTITIAL'S

PLAIN STAMPED C.FY
CERTIFICATE OF BOOK CLANDING

CONTACT PERSON: Sail L. Shelby

CERTIFICATE OF LIMITED PARTNERSHIP

OF

CED MURFREESBORO PARTNERS, LTD.

Pursuant to the authority of Section 620,108, Florida Statutes, the undersigned, constituting the sole general partner of CED MURFREESBORO PARTNERS, LTD, (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

- 1. The name of the Partnership shall be CED MURFREESBORO PARTNERS, LTD.
- 2. The address of the office where records shall be kept shall be 2200 Lucien Way, Suite 450, Maitland, Florida 32751. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.
 - The name and business address of the general partner is:

CED CAPITAL HOLDINGS VI, LTD., a Florida limited partnership 2200 Lucien Way, Suite 450 Maitland, Florida 32751

- The mailing address of the limited partnership is 2200 Lucien Way, Suite 450, Maitland, Florida 32751.
- The latest date upon which the Partnership is to dissolve shall be December 31, 2045.

This Certificate has been executed by the undersigned this day of March, 1995.

GENERAL PARTNER:

CED CAPITAL HOLDINGS VI, LTD., a Florida limited partnership

By: Construction, CED Inc.. its Managing General Partner

Alan H. Ginsburg, President

CORP\02141\0046\RMAHBF03.162 950316 - 10:19am

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ACKNOWLEDGEMENT OF REGISTERED AGENT

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

B&C Corporate Services of Central Florida,

Inc.

Randal M. Alligood, Vice President

Dated this Withday of March, 1995.

AFFIDAVIT

OF

CAPITAL CONTRIBUTIONS

The undersigned being the sole general partner of CED MURFREESBORO PARTNERS LTD., and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of CED MURFREESBORO PARTNERS, LTD. with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are reasonably anticipated at this time.

This Affidavit is executed and sworn to by:

General Partner:

CED CAPITAL HOLDINGS VI. LTD., a Florida limited partnership

Construction. By: Managing Geleral Partner

Alan H. Ginsburg, President

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this day of March, 1995, by Alan H. Ginsburg, as President of CED Construction, Inc., Managing General Partner of CED Capital Holdings VI, Ltd., General Partner, and who is personally known to me.

Notary Public

My Commission Expires: /

Print, type/or stamp name of notary

CORP\02141\0046\RMAHBF03.162 950316 - 10:19am

PATRICIA GEOGIFIGAN My Comm Exp 11/22/98 PUBLIC Bonded By Service Ins No. CC422627

A95000000430

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NonProfit	Resignation of R.A., O	Micer/ Director	1551 1571 1571 1571
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Other	Merger		
OTHER FILINGS Annual Report	REGISTRATIO QUALIFICATI		
Fictitious Name	Foreign		
Name Reservation	Limited Partnership		
	Reinstatement		17.50
	Trademark		1110
	Other		

CR2E031(1/95)

Examiner's Initials



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 13, 1996

BROAD AND CASSEL HELEN BROCK FORD STE. 1100, 390 N. ORANGE AVENUE ORLANDO, FL 32801

SUBJECT: CED MURFREESBORO PARTNERS, LTD.

Ref. Number: A95000000430

We have received your document for CED MURFREESBORO PARTNERS, LTD. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We received four cancellation documents, two were filed (see attachments) and two were not. The fee of \$17.50 is needed to complete the filing of CED Murfreesboro Partners, Ltd. and \$52.50 to file CED Nashville Partners Ltd.

There is a balance due of \$70.00.

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 (904) 487-6967.

Letter Number: 296A00011268

Kenny Manning Corporate Specialist

Broad and Cassel attorneys at law

MURRAY D. MIDAR, F.A.
MILE BY MILL, F.A.
FATBICIA LISHOW, F.A.
C. RER MERDE, F.A.
C. RER MERDE, F.A.
BUCHARD B. MA-FABLAND, P.A.
C. LIANTO BIRNON, B., F.A.
E. VARHON BERNETT
MARWIN B. CASSILL, F.A.
CLIPPINED L. BURETZ, F.A.
ANNIL I. JAPPIR, F.A.
M. STEPHIR, P.A.
M. STEPHIR, P.A.
MARTIN B. C. BATHLIJO, F.A.
LOURILAG L. MANHHIBMER, F.A.
MARTIN B. PRINK, F.A.
MICHARL, A. DRINKI, F.A.
ANDRONY W. PALMA, F.A.
ANDRONY W. PALMA, F.A.
ANDRON D. BARKIN
LIANTON B. T. STANTON, F.A.
ANDRER B. RIATER, F.A.
WILLIAM C. PHILLIPPI, F.A.
ALAN Z. RUBBERM, F.A.
WILLIAM C. PHILLIPPI, F.A.
ALAN Z. RUBBERM, F.A.

CLARDIN, L. CHIPPEATO, P.A.
CAMIDE MILLER, P.A.
PORBET E. SOURN, P.A.
AMIRIN CUTTIN, P.A.
RAMINA UNITERET MINIMIN, P.A.
RAMINAL M. ALLICHMIN, P.A.
RAMINAL M. ALLICHMIN, P.A.
RAMINAL M. ALLICHMIN, P.A.
RAMINAL D. TILKHAR, P.A.
MARE D. TUNERR
THIRDIXORE C. TAUB, P.A.
PITRIM M. CARIBILIO, P.A.
RACKE, R.ILICHT, P.A.
ALAN H. AROMEN, P.A.
FIRMA B. ODELON, P.A.
FIRMA B. D. ODELON, P.A.
FIRMA B. D. ODELON, P.A.
FIRMA B. D. ODELON, P.A.
FIRMA B.

EDWIRE RURLERS, PA
ANNE MEVIUS BRANCH, PA
EDWINS BEALESTEIN
IAY ARMAN
PAUL AIRLAN
EASTELLERN E. DRUTEUS
BATRARA AN CASTILLA
BICHER ARRARA AN CASTILLA
BICHARE, RESCHER
BOY E KORRY
MICHARE, R. RESCHER
BOY E KORRY
MICHARE, P. BRUNET
ANDERW E. MANTONIN
CURLER P. BRUNET
ANDERW E. MANTONIN
C. CHIRETONIES BILLER
BICHAR DAN BRONCH
BATTONIES BILLER
BOYET E. BERONE
LORATION J. ELLER
ANDERW A. BRICH
RATHRIBURE CASTUR
LATHRIBURE CASTUR
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BOKET ALFERT, JE

ROBERT P MALLETT
RETH WHEELS
RETHAR A BRING
REICL MATHEMEN
REICL MATHEMEN
RAMAR CARBICTURIL
RUT FATEKE O'REINN
FYERS MERMICHELT
MILLIEM J. PRILIM
LIZOR ANN MURYN
LIMIM C. PLAZYRE
FYEVE WARRESTINN
MARIA C. MONTENHOLD
MICHAEL MANTHIE
TREVEN MICHAEL STALE
TREVEN MICHAEL STALE
TRAVID P. LEDN
INNERES STEWAED
BUWARD M. RUGHRE
CARL S. ROBEN
CALL S. ROBEN
CA

SUITE 1100 390 NORTH ORANGE AVENUE ORLANIO, PLORIDA 32801 PO Box 4961 (32802-4961) (407) 839-4200 PAX (407) 425-8377

OF COUNTEL
MILITARID BROAD
ALVIN CAMBO
NORMAN BROAD, PA
JAMES S CARROL, PA
JAMES S CARROL, PA
J. BUT DUN MEASER
WILLIAM M. ROMLAMI, JE, PA
WANNA J, BROWN
ALAN M GREACH
HOWAD M. BUTOUPS
ENNITHE RIPRIMAN
WILLIAM P SUINE

March 14, 1996

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314 Attn. Kenny Manning

RE: Limited Partnership Cancellations

Dear Ms. Manning:

Enclosed pursuant to our telephone conversation today, please find our firm's check in the amount of \$70.00, representing the additional filing fees required for our Limited Partnership Certificates of Cancellation.

Sincerely,

Helen Brock Ford
Paralegal

/hbf Enclosure

CERTIFICATE OF CANCELLATION

FILED

OF

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CED MURFREESBORO PARTNERS, LTD.

SECRE ARY OF STATE TALLAHASSTE, LLORIDA

Pursuant to Section 620.113 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned being the sole general partner of CED Murfreesboro Partners, Ltd., a Florida limited partnership, does hereby submit for filing the following information:

- 1. The name of the limited partnership is CED Murfreesboro Partners, Ltd.
- 2. The date of filing of the original Certificate of Limited Partnership was March 17, 1995.
- The reason for filing the Certificate of Cancellation is because the partnership is no longer conducting business in the State of Florida.
- The effective date of the filing of this Certificate of Cancellation of CED Murfreesboro Partners, Ltd. shall be the date upon which the same is filed by the Secretary of State.

This certificate has been executed this 29th day of Delicery, 1996.

GENERAL PARTNER:

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

By: CED Construction, Inc., its Managing General Partner