

# A9500000655

4/25/95

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: HILL, WARD & HENDERSON, P.A.  
101 E KENNEDY BLVD  
SUITE 3700  
TAMPA FL 33602-5154311-  
CONTACT: BARBARA A MURPHY  
PHONE: (813) 221-3900  
FAX: (813) 221-2900

((H95000004643))

DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP

NAME: DOWNTOWN CLEARWATER TOWER, LTD.

FAX AUDIT NUMBER: H95000004643

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/25/1995

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4 Pages

TALLAHASSEE, FLORIDA

1995 APR 25 PM 3:36

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CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
DOWNTOWN CLEARWATER TOWER, LTD.

FILED  
1995 APR 25 PM 3 34  
TALLAHASSEE, FLORIDA

The undersigned parties, desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act, do hereby certify and swear as follows:

I. Name. The name of the partnership shall be:

DOWNTOWN CLEARWATER TOWER, LTD.

II. Name and Address of Registered Agent. The name and address of the agent and office for service of process of the limited partnership shall be:

Martin L. Garcia, Esquire  
101 East Kennedy Blvd., Suite 3700  
Tampa FL 33602

III. General Partner. The name and address of the general partner of the limited partnership is as follows:

DOWNTOWN CLEARWATER TOWER GENERAL PARTNER, LTD.  
c/o Garcia Enterprises, Inc.  
7237 Bryan Dairy Road  
Largo FL 34647

IV. Location of Principal Place of Business and Mailing Address. The limited partnership's principal place of business and mailing address shall be:

c/o Garcia Enterprises, Inc.  
7237 Bryan Dairy Road  
Largo FL 34647

V. Term. The term for which the limited partnership is to exist will be from the date of the filing of this Certificate of Limited Partnership until dissolution, which shall be:

- (a) on December 31, 2015;
- (b) the sale, abandonment or disposal by the limited partnership of all or substantially all of its assets;
- (c) the entry of a final judgment, order or decree of a court of competent

jurisdiction adjudicating the limited partnership to be bankrupt, and the expiration of the period, if any, allowed by applicable law to appeal therefrom;

- (d) the determination of the General Partner to dissolve the Partnership;
- (e) the withdrawal or bankruptcy of the General Partner.

IN WITNESS WHEREOF, the undersigned has duly sworn to and executed this Certificate on the date and year indicated below.

Executed this 25<sup>th</sup> day of April, 1995.

"General Partner"

DOWNTOWN CLEARWATER TOWER GENERAL PARTNER, LTD., a Florida limited partnership

BY: DOWNTOWN CLEARWATER, INC., a Florida corporation, its general partner,

By:

Martin L. Garcia  
Martin L. Garcia, President

TALLAHASSEE, FLORIDA

1995 APR 25 PM 3:34

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REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated limited partnership I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Martin L. Garcia  
Martin L. Garcia

Date: April 25, 1995

SENT BY: Xerox Telecopier 7020 : 4-25-95 : 14:38 : HILL WARD, HENDERSON+ DIV OF CORPORATIONS: # 4  
((H950000004643))

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE THE UNDERSIGNED, personally appeared Martin L. Garcia, in his capacity as President of DOWNTOWN CLEARWATER, INC., the general partner of DOWNTOWN CLEARWATER TOWER GENERAL PARTNER, LTD., a Florida limited partnership, the general partner of DOWNTOWN CLEARWATER TOWER, LTD., hereinafter referred to as the "Partnership", who, upon being sworn, certified as follows:

The amount of capital contributions to date of the limited partners of the Partnership is \$100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

Under penalty 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.

DATED this 25<sup>th</sup> day of April, 1995.

FURTHER AFFIANT SAYETH NOT.

"General Partner"

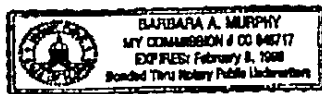
DOWNTOWN CLEARWATER TOWER GENERAL PARTNER, LTD., a Florida limited partnership

BY: DOWNTOWN CLEARWATER, INC., a Florida corporation, its general partner.

By: *Martin L. Garcia*  
Martin L. Garcia, President

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this April 25<sup>th</sup>, 1995, by Martin L. Garcia, President of DOWNTOWN CLEARWATER, INC., a Florida corporation, on behalf of the corporation. He is personally known to me.



*Barbara A. Murphy*  
Notary Public Barbara A. Murphy  
My Commission Expires: 2/8/98  
Commission Number: 00346717

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95 APR 25 PM 3:34  
ALLAHSSEE, FLORIDA



**A9500000655**

2/28/97 CORPORATE DETAIL RECORD SCREEN FLD: 04/25/1995

2:11 PM

NUM: A9500000655 ST: FL ACTIVE/FL LP FEI#: 50-3315162

ACT CONT: 2,300,000.00

NAME : DOWNTOWN CLEARWATER TOWER, LTD.

CHANGED: 02/06/97

PRINCIPAL: 16950 BAY VISTA DRIVE  
ADDRESS SUITE 250  
CLEARWATER, FL 34620

RA NAME : GARCIA, MARTIN L  
RA ADDR : 101 EAST KENNEDY BLVD.

SUITE 3700  
TAMPA, FL 33602 US

ANN REP : (1996) 1 12/21/95 (1997) A

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91 FEB 28 AM 9:58  
TAMPA FLORIDA

1. MENU, 3. PARTNERS, 7. LIST, 8. NEXT, 9. PREV

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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

FILED  
97 FEB 28 AM 9:08  
TALLAHASSEE FLORIDA

The undersigned general partners of Downtown Clearwater  
Tower, Ltd.

Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112,  
Florida Statutes.

The total amount of the capital contributions of the limited partners is: \$ 2,300,000.00

This 22 day of January, 19 97.

**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(s)

Downtown Clearwater Tower  
General Partner, Ltd  
by: Martin L. Garcia  
Martin L. Garcia  
V.P.

**FEES:**

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