

A95000001018

RUDNICK & WOLFE

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

1300 EYE STREET, N.W.
WASHINGTON, D.C. 20005-3314

CHICAGO OFFICE
803 NORTH LA SALLE STREET
CHICAGO, ILLINOIS 60610-1253
TELEPHONE (312) 388-4000
TELECOPIER (312) 330-7818
TELEX 784347

TELEPHONE (202) 958-8800
TELECOPIER (202) 958-8610

TAMPA OFFICE
101 EAST KENNEDY BLVD.
TAMPA, FLORIDA 33602-5133
TELEPHONE (813) 880-2111
TELECOPIER (813) 880-1447

June 1, 1995

WRITER'S DIRECT LINE

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Westminster Realty Services, Ltd.

300001505323
-06/02/95--01106--001
****105.00 ****105.00

600001532776
-07/07/95--01085--007
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find the original and one copy of a Certificate of Limited Partnership and Affidavit of Capital Contribution for filing with regard to Westminster Realty Services, Ltd. Also enclosed is a check in the amount of \$105 for the filing fee plus the cost for a certified copy. I would appreciate it if you would return the certified copy to me at the above address.

If you have any questions, please don't hesitate to call. Thank you for your cooperation in this matter.

Sincerely,

Karen S. Faucette
Karen S. Faucette
Secretary to
Joseph E. Resende

,ksf

Enclosures

CC

6/6/95a

\$ 35.00 - R.A.

FILED
1995 JUL -6 PM 3:24
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 6, 1995

JOSEPH E. RESENDE
RUDNICK & WOLFE
1300 EYE STREET, NW
WASHINGTON, DC 20005-3314

SUBJECT: WESTMINSTER REALTY SERVICES, LTD.
Ref. Number: W95000011468

We have received your document for WESTMINSTER REALTY SERVICES, LTD. and check(s) totaling \$105.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

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) 487-6920.

Ava Watson
Corporate Specialist

Letter Number: 295A00027763

CERTIFICATE OF LIMITED PARTNERSHIP
OF
WESTMINSTER REALTY SERVICES, LTD.

- A9500000 1018
1. Westminster Realty Services, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited," "Ltd.," or "Limited Partnership")
 2. 1149 Periwinkle Way, Sanibel Island, Florida 33957
(Business Address of Limited Partnership)
 3. John J. Naumann
(Name of Registered Agent for Service of Process)
 4. 1149 Periwinkle Way, Sanibel Island, Florida 33957
(Florida Street Address for Registered Agent)
 5. _____
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
 6. 1149 Periwinkle Way, Sanibel Island, Florida 33957
(Mailing Address of the Limited Partnership)
 7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2010.
 8. Name of General Partner: Specific Address:

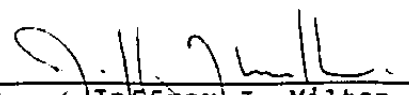
 BTS Development Corporation 1149 Periwinkle Way, Sanibel Island, Florida 33957

Signed as of the 1st day of May, 1995.

Signature of the sole General Partner:

BTS DEVELOPMENT CORPORATION, General Partner

By:


Name: (Jeffrey) J. Milton
Title: Chief Executive Officer

FILED
1995 JUL -6 PM 3:24
TALLAHASSEE, FLORIDA

ATTACHMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
WESTMINSTER REALTY SERVICES, LTD.

 [John J. Naumann]
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
(John J. Naumann)

TALLAHASSEE, FLORIDA

FILED
1995 JUL -6 PM 3:24
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTION
OF
WESTMINSTER REALTY SERVICES, LTD.**

The undersigned, constituting the sole general partner of Westminster Realty Services, Ltd., a Florida limited partnership, certifies:

1. The amount of capital contributions to date of the limited partners is \$99.00.
2. The foregoing amount is the total amount anticipated to be contributed by the limited partners.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated therein are true and correct.

BTS DEVELOPMENT CORPORATION, General Partner

By: 

Name: Jeffrey J. Milton
Title: Chief Executive Officer

Signed as of the 1st day of May, 1995.

FILED
1995 JUL -6 PM 3:24
TALLAHASSEE, FLORIDA

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Tallahassee, Florida
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 JAN 17 AM 9:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #
A95000001018

WESTMINSTER REALTY SERVICES, LTD.

Mailing Address

1149 PERIWINKLE WAY
SANIBEL ISLAND FL 33957

Principal Office Address

1149 PERIWINKLE WAY
SANIBEL ISLAND FL 33957

2. New Mailing Address, if Applicable

State, Apt. #, etc.

City, State & Zip

000001692740

-01/19/96--01016--020

2a. New Principal Office Address, if Applicable

State, Apt. #, etc.

City, State & Zip

***191.25 ***191.25

3. Date Form or Registered in Florida
07/08/1995

3a. Date of Last Report

4. State or Country of Formation
FL

5a. Capital Contribution as Shown on Record
\$99.00

5b. Amount of Capital Contribution as Shown on Record
FLORIDA to State

6. FEI Number

45-0595999

Applied Fee

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

\$0.75 Additional Fee required for a Certificate of Status

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$50 and a maximum of \$437.50
2) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)

THE AMOUNT DUE SHALL BE NO LESS THAN \$101.25 (\$52.50 + \$138.75) AND NO MORE THAN \$578.25 (\$437.50 + \$138.75)

Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

NAUMANN, JOHN J
1149 PERIEWINKLE WAY
SANIBEL ISLAND FL 33957

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

State, Apt. #, etc.

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent or both in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

11b. City, State & Zip Code

11c. Registry Document Number

BTS DEVELOPMENT CORPORATION

1149 PERIWINKLE WAY

SANIBEL ISLAND FL 339

G22172

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I, the undersigned, certify that the information supplied with this form is voluntarily furnished and does not qualify for the exemption stated in section 619.07(2)(b), Florida Statutes. I release the Division of Corporations from any liability that it may incur as a result of the filing of this information and I agree to indemnify the Division of Corporations from any liability that it may incur as a result of the filing of this information. I further certify that the information indicated on this annual report is true and correct and that my signature shall have the same legal effect as if I were a general partner of the limited partnership, receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes.

SIGNATURE

Gregory M. Kapfer
Gregory M. Kapfer, Secretary

DATE

12/15/95
(301) 229-7727

Typed or Printed Name of General Partner Signing Form

Telephone Number

CR2E003 (6/95)

A9500000/018

WESTMINSTER

GOLF CLUB COMMUNITY

November 14, 1996

Florida State Department
Corporation Division
P.O. Box 6327
Tallahassee, Florida 32314-6327

000002008880--3
-11/19/96--01169--001
*****52.50 *****52.50

Re: Amended and Restated
Certificate of Limited Partnership
Westminster Realty Services, Ltd.

Dear Sir/Madam:

Please find enclosed our check no. 1612 in the amount of \$52.50 representing the filing fee, along with an original and one copy of the above-referenced Amended and Restated Certificate of Limited Partnership for Westminster Realty Services, Ltd. Accordingly, once filed please return a stamped copy, for my records.


Should you have questions please do not hesitate to contact me.

A95-1018

Name	OR 11-16
Availability	
Document Examiner	OR
Updater	OR
Updater Verifier	OR
Acknowledgement	OR
W. P. Verifier	OR

cbs
Enclosures

Sincerely,


Carolyn Bethea-Smith
Executive Assistant to
Jeffrey J. Milton


FILED
96 NOV 18 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Westminster Limited Partnership

7945 MacArthur Boulevard, Suite 214 • Cabin John, Maryland 20818
301/229-7727 • Fax 301/229-7730

**AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
WESTMINSTER REALTY SERVICES, LTD.**

FILED
05 NOV 18 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Westminster Realty Services, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited," "Ltd.," or "Limited Partnership")
2. 1149 Periwinkle Way, Sanibel Island, Florida 33957
(Business Address of Limited Partnership)
3. July 6, 1995
(The date that the original Certificate of Limited Partnership of Westminster Realty Services, Ltd. was filed and recorded with the Florida Department of State, Division of Corporations)
4. A95000001018
(The document number assigned to the original Certificate of Limited Partnership of Westminster Realty Services, Ltd.)
5. John J. Naumann
(Name of Registered Agent for Service of Process)
6. 1149 Periwinkle Way, Sanibel Island, Florida 33957
(Florida Street Address for Registered Agent)
7. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
8. 1149 Periwinkle Way, Sanibel Island, Florida 33957
(Mailing Address of the Limited Partnership)
9. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2010.
10. Name of original withdrawing sole General Partner: Specific Address:

BTS Development Corporation 1149 Periwinkle Way,
 Sanibel Island, Florida 33957
11. Name of new sole General Partner: Specific Address:

Westminster Sales Corporation 1149 Periwinkle Way,
 Sanibel Island, Florida 33957

p96000074914

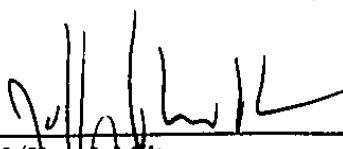
12. The original Certificate of Limited Partnership of Westminster Realty Services, Ltd. is hereby amended as follows:
- a) BTS Development Corporation, a Florida corporation, is hereby withdrawn as the original sole General Partner of the Limited Partnership.
 - b) Westminster Sales Corporation, a Florida corporation, is hereby withdrawn as the original sole General Partner of the Limited Partnership.
13. This Amended and Restated Certificate of Limited Partnership of Westminster Realty Services, Ltd. shall be effective upon its filing with the Florida Department of State, Division of Corporations.
14. This Amended and Restated Certificate of Limited Partnership of Westminster Realty Services, Ltd. has been duly executed and is being filed by the original withdrawing sole General Partner of the Limited Partnership and by the new sole General Partner of the Limited Partnership in accordance with the Florida Revised Uniform Limited Partnership Act (1986), Fla. Stat. Section 620.109(7).

Signed as of the 28 day of October, 1996.

Signature of the original withdrawing sole General Partner
and the new sole General Partner:

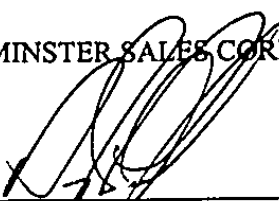
BTS DEVELOPMENT CORPORATION, withdrawing sole General Partner

By:


Name: Jeffrey J. Milton
Title: Chief Executive Officer

WESTMINSTER SALES CORPORATION, new sole General Partner

By:


Name: Douglas A. Piatt
Title: President

FILED
95 NOV 18 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTION
OF
WESTMINSTER REALTY SERVICES, LTD.**

The undersigned, constituting the sole general partner of Westminster Realty Services, Ltd., a Florida limited partnership, certifies:


1. The amount of capital contributions to date of the limited partners is \$99.00.
2. The foregoing amount is the total amount anticipated to be contributed by the limited partners.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated therein are true and correct.

WESTMINSTER SALES CORPORATION, General Partner

By:


Name: Douglas A. Piatt

Title: President

Signed as of the 28th day of October, 1996

FILED
95 NOV 18 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA