

A95000001188

SENT BY: CARLTON FIELDS WARD : 8-7-85 : 5:52PM :

CARLTON, FIELDS- DIV OF CORPORATIONS: # 2/ 6

8/04/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

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ELECTRONIC FILING COVER SHEET

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

FROM: CARLTON, FIELDS, WARD, EMMANUEL, SMI
ONE HARBOUR PLACE
POST OFFICE BOX 3239
MATRO, LTD FL 33601-

CONTACT: ANNE ELLIS
PHONE: (813) 223-7000
FAX: (813) 229-4133

((H95000008597))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MATRO, LTD.

FAX AUDIT NUMBER: H95000008597

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/04/1995

TIME REQUESTED: 15:13:30

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 3

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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CARLTON FIELDS- DIV OF CORPORATIONS: # 1/ 6

AUDIT NO. (((H950000000000)))

CARLTON, FIELDS, WARD, EMMETT, SMITH & CYLER, P.A.

ATTORNEYS AT LAW

PRICATE TOWER
P.O. BOX 1171
ORLANDO, FL 32801
(407) 592-0000
FAX (407) 592-0000

HARBORVIEW BUILDING
P.O. BOX 1000
PENSACOLA, FL 32502
(904) 450-0100
FAX (904) 450-0100

FIRST FLORIDA BANK BUILDING
P.O. BOX 100
TALLAHASSEE, FL 32302
(904) 824-1000
FAX (904) 824-1000

SEPARATE
P.O. BOX 100
WEST PALM BEACH, FL 33400
(407) 833-7070
FAX (407) 833-7000

GARNETT TOWER
P.O. BOX 100
ST. PETERSBURG, FL 33701
(813) 881-7000
FAX (813) 881-0700

PLEASE REPLY TO: TAMPA
ONE HARBOR PLACE
P.O. BOX 1000
TAMPA, FLORIDA 33601
(813) 880-7000
FAX (813) 880-4100

DATE: August 7, 1995
TO: Division of Corporations
COMPANY: Department of State
TELEPHONE NO.: (904) 487-6052
TELECOPIER TEL. NO.: (904) 922-4000

FROM: Jeri Ann Armistead
Legal Assistant

CLIENT/MATTER NO. 37222/79326

TOTAL NO. PAGES TRANSMITTED (INCLUDING COVER LETTER) 6

MESSAGE: Electronic Filing Cover Sheet and confirmation letter for
Certificate of Limited Partnership/Matro, Ltd.

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WE ARE TRANSMITTING FROM A XEROX 7033 FAX MACHINE

IF THERE ARE ANY PROBLEMS OR COMPLICATIONS, PLEASE NOTIFY US IMMEDIATELY AT:
(813) 223-7000

TELECOPIER OPERATOR: _____

August 7, 1995
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TALLAHASSEE, FLORIDA

SENT BY: CARLTON FIELDS WARD : 8- 7-95 : 3:53PM :

CARLTON, FIELDS- DIV OF CORPORATIONS: # 3/ 6

CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P. A.

ATTORNEYS AT LAW

MR. HENRY FLOR P.O. BOX 2820 TAMPA, FLORIDA 33601 813/ 255-7000 FAX 813/ 255-4125	PORTMAN TERRY P.O. BOX 1571 ORLANDO, FLORIDA 32807 407/ 240-1100 FAX 407/ 240-1100	ROBERTSON ELIZABETH P.O. BOX 10400 PENSACOLA, FLORIDA 32502 904/ 440-0400 FAX 904/ 430-0001	FRANK FLEMING SMITH P.O. BOX 100 TALLAHASSEE, FLORIDA 32304 904/ 224-7000 FAX 904/ 224-0000	FRANKLIN P.O. BOX 100 WEST PALM BEACH, FLORIDA 33402 407/ 850-7000 FAX 407/ 850-7000	GRANTY TERRY P.O. BOX 2820 ST. PETERSBURG, FLORIDA 33704 813/ 255-7000 FAX 813/ 255-0700
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PLEASE REPLY TO :

Tampa

AUDIT NO. (((H95000000597)))

August 7, 1995

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

Re: Natro, Ltd.

Dear Sir:

This letter is a confirmation of the electronic filing of
the Articles of Incorporation of Natro, Ltd, for our client Donna
G. Tronu.

Very truly yours,

David P. Burke
David P. Burke
Florida Bar No. 350011

DPS:ja

Enclosure:

Electronic Filing Cover Sheet

AUDIT NO. (((H95000000597)))

T/384151.1

FILED
1995 AUG -8 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((((95000008597)))

CERTIFICATE OF LIMITED PARTNERSHIP

A95000001188

THIS CERTIFICATE is made this 4th day of August 1995, by SUN BELT HOLDINGS OF TAMPA BAY, INC., a Florida corporation, which is the sole general partner of MATRO, LTD. (the "Partnership"). The undersigned certifies as follows:

1. The name of the limited partnership is "Matro, Ltd."
2. The address of the office required to be maintained by the Partnership in Florida pursuant to Section 620.105 of the Florida Statutes is 5018 24th Avenue South, Tampa, Florida 33619, and the name and address of the agent for service of process is Donna G. Troms, 5018 24th Avenue South, Tampa, Florida 33619.
3. The name of the sole general partner of the Partnership is Sun Belt Holdings of Tampa Bay, Inc., a Florida corporation, and its business address is 5018 24th Avenue South, Tampa, Florida 33619.
4. The mailing address of the Partnership is P.O. Box 75307, Tampa, Florida 33675.
5. The latest date upon which the Partnership is to dissolve is July 31, 2050.
6. This Certificate of Limited Partnership is made in accordance with Section 620.108 of the Florida Statutes.

**SUN BELT HOLDINGS OF TAMPA BAY,
INC., a Florida corporation**

By: Joseph E. Matthews, III
Joseph E. Matthews, III, President

David P. Burke, Esquire
Florida Bar No. 350011
Carlton Fields
One Harbour Place
Tampa, Florida 33602
(813) 223-7000

((((95000008597)))

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TALLAHASSEE, FLORIDA

SENT BY: CARLTON FIELDS WARD : 8- 7-95 : 5:53PM :

CARLTON FIELDS- DIV OF CORPORATIONS: # 5/ 6

(((H95000008597)))

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for Metro, Ltd., a Florida limited partnership, at the place designated in the attached Certificate of Limited Partnership, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and she is familiar with and accepts the obligations of her position as registered agent.

Dated effective as of this 4th day of August 1995.


Donna G. Tromm

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1995 AUG - 8 AM 11: 39
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TALLAHASSEE, FLORIDA

SENT BY: CARLTON FIELDS WARD : 8- 7-95 : 8:54PM :

CARLTON, FIELDS- DIV OF CORPORATIONS: # 6/ 6

(((95000008597)))

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

FILED
1995 AUG - 8 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared Donna G. Tromb, who, being by me first duly sworn, deposes and says:

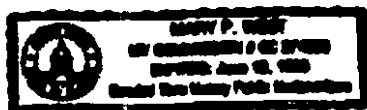
1. I am the secretary of Sun Belt Holdings of Tampa Bay, Inc., a Florida corporation, which is the sole general partner of Metro, Ltd. (the "Partnership"), a Florida limited partnership, and I am duly authorized to execute this affidavit on behalf of the Partnership.

2. The amount of the actual capital contribution of the limited partners to the Partnership is \$100,000.00, which is the total amount anticipated to be contributed by the limited partners.

3. This affidavit is made in compliance with Section 620.108(1) of the Florida Statutes.


Donna G. Tromb

Sworn to and subscribed before me this 4th day of August 1995, by Donna G. Tromb, as secretary of Sun Belt Holdings of Tampa Bay, Inc., the sole general partner of Metro, Ltd., on behalf of the partnership. She has produced her Florida driver's license, or N/A as identification.




Notary Public
Printed Name: Mary P. West

(AFFIX OFFICIAL SEAL)

(((95000008597)))

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
Sandra Morham
Secretary of State
DIVISION OF CORPORATIONS

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895 DEC -6 PM 3:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #
A95000001188

MATRO, LTD.

Mailing Address

POST OFFICE BOX 7187
TAMPA FL 33675

Principal Office Address

3810 24TH AVENUE SOUTH
TAMPA FL 33610

2. New Mailing Address, if Applicable

Suite, Apt. #, etc.

400001657244

-12/08/95--01012--023

City, State & Zip

****191.25 ****191.25

2a. New Principal Office Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a

3. Date Formed or Registered to Do Business in
FLORIDA 08/08/1995

3a. Date of Last Report

4. State or Country of Formation

FL

5a. Capital Contributions as Shown
on Record

\$140,000.00

5b. Amount of Capital Contributions in
FLORIDA to date

\$ 0.00

6. FEI Number

59-3332985

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

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 \$52.50 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 \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$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

TRONU, DONNA G
3810 24TH AVENUE SOUTH
TAMPA FL 33610

10. If changed, new Registered Agent/Office

Name

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

Suite, Apt. #, etc.

City

Zip Code

FL

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)

SUN BELT HOLDINGS OF TAMPA B

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

3810 24TH AVENUE SOUTH

11b. City, State & Zip Code

TAMPA FL 33610

11c. Registration/
Document Number

P0000000042

AR - \$52.50
SF - \$138.75

12-6-95G

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

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE

By: Donna G. Tronu, Secretary/Treasurer,

DATE

12/2/95

Typed or Printed Name of General Partner Signing Form

Sun Belt Holdings of Tampa Bay, Inc. General Partner

(813) 247-1220

CR2EC03 (6/95)