A95000001277

08/[illegible] JOHNSON BLAKELY [illegible] 0001

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

FROM: JOHNSON, BLAKELY, POPE, BOKER, RUPPE
911 CHESTNUT
P.O. BOX 1368
CLEARWATER FL 34617-0000000
CONTACT: TADRA LEE
PHONE: (813) 461-1818
FAX: (813) 441-8617

(((H95000009286)))
DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP
NAME: BELLPAIR PINES LIMITED PARTNERSHIP
FAX AUDIT NUMBER: H95000009286
CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/22/1995
TIME REQUESTED: 13:57:50
CERTIFIED COPIES: 1
CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 5
METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: $1,837.50
ACCOUNT NUMBER: 076666003140

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(((H95000009286)))

** ENTER 'H' FOR MENU. **

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CM

95 AUG 29 PM 7:53

H95000009286

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
95 AUG 29 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 28, 1995

TAMRA LEE
911 CHESTNUT
P.O. BOX 1368
CLEARWATER, FL 34617

SUBJECT: BELLEAIR PINES LIMITED PARTNERSHIP
REF: W95000016986

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

The registered agent must sign accepting the designation.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

FAX Aud. #: H95000009286
Letter Number: 095A00040013

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

H95000009286

CERTIFICATE OF LIMITED PARTNERSHIP OF BELLEAIR PINES LIMITED PARTNERSHIP, a Florida limited partnership

The undersigned General Partner, desiring to form a limited partnership pursuant to the laws of the State of Florida, hereby states:

1. The name of the Partnership is Belleair Pines Limited Partnership.

2. The mailing address and address of the principal place of business of the Partnership is 2554 Oak Trail South, Clearwater, Florida 34624-6895.

3. The name and address of the agent for service of process on the Partnership is:

Angelo Astuto
2554 Oak Trail South
Clearwater, FL 34624-6895

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TALLAHASSEE, FLORIDA

4. The name and business address of the sole General Partner

Convenient Oaks, Inc., S63240
a Florida corporation
2554 Oak Trail South
Clearwater, FL 34624-6895
Attn: Angelo Astuto, President

5. The latest date upon which the Partnership shall dissolve is thirty (30) years from the date of its registration and filing with the Secretary of State, State of Florida.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole General Partner of Belleair Pines Limited Partnership, this 17 day of August, 1995.

GENERAL PARTNER:

BY: CONVENIENT OAKS, INC.,
a Florida corporation

By: Angelo Astuto
Angelo Astuto, President

08/17/95 9:44 AM
0077252.01/mms
Michael G. Little
911 Chestnut Street
Clearwater, FL 34616
FL Bar No. 861677

H95000009286

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority personally appeared ANGELO ASTUTO, as President of CONVENIENT OAKS, INC., as the sole general partner of BELLEAIR PINES LIMITED PARTNERSHIP, a Florida limited partnership, who upon being duly sworn, certified as follows:

1. The amount of current and anticipated capital contributions to be made by the limited partners to the Partnership, in the aggregate, is One Million Three Hundred Seventy Thousand Dollars ($1,370,000.00).

2. Except as set forth in paragraph 1, it is not anticipated that additional capital contributions will be made by the limited partners.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONVENIENT OAKS, INC.

By: Angelo Astuto
Angelo Astuto, President

STATE OF FLORIDA)

COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 17 day of August, 1995, by ANGELO ASTUTO, as President of CONVENIENT OAKS, INC., the sole general partner of BELLEAIR PINES LIMITED PARTNERSHIP, a Florida limited partnership. Said individual is personally known to me; or has produced FL drivers license (type of identification) as identification.

Kimberley Norton
(Signature of Notary Public)

(Print, Type or Stamp Commissioned Name of Notary Public)

Date of Expiration and Number

08/17/95 2:19 PM
0077259.01/mme

KIMBERLEY NORTON
MY COMMISSION # CC276041 EXPIRES
April 7, 1997
BONDED THRU TROY FAIN INSURANCE, INC.

H95000009286

RELEASE OF NAME RESERVATION

Having reserved the name BELLEAIR PINES LIMITED PARTNERSHIP with the Florida Secretary of State under Document Number R95000002192, I hereby release the name of BELLEAIR PINES LIMITED PARTNERSHIP to be utilized in connection with the filing of such Limited Partnership attached hereto.

ROGER A. LARSON

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95 AUG 29 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95000009286

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA

Having been named as statutory registered agent for BELLEAIR PINES LIMITED PARTNERSHIP, in the foregoing Certificate of Limited Partnership, the undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named limited partnership, and agrees to comply with all statutes relative to the complete and proper performance of all duties of registered agent.

Angelo Astuto
ANGELO ASTUTO

08/28/95 12:29 PM
0077202.01/mms

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95 AUG 29 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILE ON OR BEFORE APRIL 5, 1996 TO AVOID REVOCATION AND $500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1996

FLORIDA DEPARTMENT OF STATE
Sandra Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
96 MAR 14 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. [illegible]

1a. DOCUMENT # A95000001277

BELLEAIR PINES LIMITED PARTNERSHIP

Mailing Address
2554 OAK TRAIL SOUTH
CLEARWATER FL 34624-6895

Principal Office Address
2554 OAK TRAIL SOUTH
CLEARWATER FL 34624-6895

DO NOT WRITE IN THIS SPACE

2. New Mailing Address if Applicable

Suite, Apt. #, etc.

City, State & Zip

2a. New Principal Office Address if Applicable

Suite, Apt. #, etc.

City, State & Zip

3. Date Formed or Registered to Do Business in FLORIDA 08/29/1995

3a. Date of Last Report

4. State or Country of Formation FL

5a. Capital Contributions as Shown on Record $1,370,000.00

5b. Amount of Capital Contributions in FLORIDA to date

6. FEI Number 59-3335737

Applied For / Not Applicable

7. CERTIFICATE OF STATUS REQUIRED — $8.75 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 $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: [illegible]
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

OK 3-18

9. Name and Address of Current Registered Agent
ASTUTO, ANGELO
2554 OAK TRAIL SOUTH
CLEARWATER FL 34624-6895

10. If changed, new Registered Agent/Office
Name
Street Address (P.O. Box Number Is Not Acceptable)
Suite, Apt. #, etc.
City FL Zip Code

300001749473
-03719796--01093--003
****576.25 ****576.25

10a. Pursuant to the provisions of sections 620.1051 and 620.1052, 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 620.1052, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Name(s) of General Partner(s)	11a. Address of Each General Partner	11b. City, State & Zip Code	11c. Registration/Document Number
CONVENIENT OAKS, INC.	2554 OAK TRAIL SOUTH	CLEARWATER FL 34624-6	S63240

CR2E053 (11/95)

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

12. [illegible]

SIGNATURE *Angelo Astuto* DATE 3/11/96

Typed or Printed Name ANGELO ASTUTO Telephone Number (813)538-8882

0002409