

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301 (904) 224-8870

Mailing Address: Post Office Box 1230, Tallahassee, FL 32301

TOLL FREE (800) 441-5662

OR (904) 222-1122

A9500001456

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No. _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

C. TAX _____
FILING _____
R. AGENT FEE _____
C. COPY _____
TOTAL _____
N. BANK _____
BALANCE DUE _____
REFUND _____

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY RAAL

WALK-IN Will Pick Up 927 1 22

of _____
Myers Associates
L. J. Myers

Capital Express™
Art of Inc. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
(+ Gen. Copy(s))

Art. of Amend. File
Dissolution/Withdrawal
C U S-
Fictitious Name File

Name Reservation
Annual Report/Statement
Reg. Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No.'s, Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep
FAX () pgs.

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum

THANK YOU
from
Your Capital Connection

C.C. FEE, DISBURSED

95 SEP 27 PM 4:02

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

200001607602
-10-11-95-01120-018
++++87.50-++++87.50-

CERTIFICATE OF LIMITED PARTNERSHIP

FOR

SM-FT. MYERS ASSOCIATES LIMITED PARTNERSHIP

In conformity with Chapter 620, Fla. Stat. (1993) Partnership Law of the State of Florida, SM-Ft. Myers, Inc., General Partner of SM-Ft. Myers Associates Limited Partnership, executes this Certificate of Limited Partnership and provides the information required by the referenced statute with the intention of establishing a limited partnership in the state of Florida.

Name:

SM-FT. MYERS ASSOCIATES LIMITED PARTNERSHIP

Mailing Address of the Principal Office in the State of Florida:

c/o SMG Property Management, Inc.
351-6th Avenue, West
Bradenton, Florida 34205

Resident Agent for Service of Process:

Michael J. Doyle
c/o SMG Property Management, Inc.
351-6th Avenue, West
Bradenton, Florida 34205

Sole General Partner:

SM-Ft. Myers, Inc., a Florida Corporation
c/o SMG Property Management, Inc.
351-6th Avenue, West
Bradenton, Florida 34205

The Latest Date upon which the Limited Partnership is to Dissolve:

December 31, 2044

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 SEP 27 PM 4:02

89-006074477

From: (U)
To: Mike Doyle et al (U) 1-811-747 1510

09-26-95 09:26 am
[3] 001 of 001

The undersigned herein certifies the facts set forth in this Certificate of Limited Partnership are true and correct, under penalty of perjury.

SM-Ft. Myers Associates Limited Partnership
By SM-Ft. Myers, Inc.
General Partner

By: [Signature]
Name: Michael J. Doyle
Title: Vice President / Registered Agent
Date: 9-26-95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 27 PM 4:02

AFFIDAVIT OF CAPITAL CONTRIBUTION

The undersigned herein certifies under penalty of perjury that the capital contributions of the Limited Partners of SM-Ft. Myers Associates Limited Partnership are as follows:

John S. Newsome	\$100.00
Michael J. Doyle	\$100.00
Pinnacle Services Group, Inc.	\$100.00

SM-Ft. Myers Associates Limited Partnership
By SM-Ft. Myers, Inc.
General Partner

By: [Signature]
Name: Michael J. Doyle / Registered Agent
Title: Vice President
Date: 9-26-95

No additional contributions are anticipated at this time.

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

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Tallahassee
Secretary of State
DIVISION OF CORPORATIONS

FILED
1995 OCT 13 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership
SM-Ft. Myers Associates Limited Partnership

1a. DOCUMENT #
A95000001456

2. True Mailing Address, if Applicable
c/o SMG Property Management Inc.
351 6th Avenue W.
Bradenton, Florida 34205

State, Apt. # etc.
City, State & Zip
10/13/95-01074-007

2a. New Principal Office Address, if Applicable
State, Apt. # etc.

3. Date Formed or Registered in Do Business in
FLORIDA
9/27/95

3a. Date of Last Report
N/A

4. State or Country of Formation
Manatee

5a. Capital Contributions as Shown
on Record
300.00

5b. Amount of Capital Contributions in
FLORIDA to date
300.00

6. FEE Number
Applied For
Not Applicable

7. CERTIFICATE OF STATUS REQUIRED
AP - \$52.50
SF - \$138.75

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 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 \$101.25 (\$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
\$191.25

9. Name and Address of Current Registered Agent
Michael J. Doyle
c/o SMG Property Management Inc.
351 6th Avenue W
Bradenton, Florida 34205

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 10/2/95

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 (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number
SM-Ft. Myers Inc.	c/o SMG Property Management, Inc. 351 6th Ave. W Bradenton, FL	Bradenton, FL 34205	99500001447 Applied For AP - \$52.50 SF - \$138.75 10-17-95a

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)(a), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(a). 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 V.P.
Typed or Printed Name of General Partner Signing Form SM-Ft. Myers Inc.

DATE 10/2/95
Telephone Number (941) 747-8788

CR2E003 (6/95)