

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
1-800-342-8086

800-342-8086



A 950000 01682

DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV -3 PM 1:19

ACCOUNT NO. : 072100000032

REFERENCE : 724190 11027A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 3, 1995

ORDER TIME : 10:08 AM

ORDER NO. : 724190

CUSTOMER NO: 11027A

CUSTOMER: James W Elkins, Esq
JAMES W. ELKINS, P.A.

Suite 303
1000 Tamiami Trail, North
Naples, FL 33940

300001631833
-11/08/95--01049--020
*****35.00 *****35.00

300001631833
-11/08/95--01049--021
*****61.25 *****61.25

300001631833
-11/08/95--01049--022
***1750.00 ***1750.00

DOMESTIC FILING

NAME: JCS NAPLES INVESTMENTS, LTD.

G. TAX _____
FILING _____
R. AGENT FEE _____
C. COPY _____
TOTAL _____
L. BANK _____
BALANCE DUE _____
REMARK _____

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS: PK

**CERTIFICATE OF LIMITED PARTNERSHIP AND
AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF
JCS NAPLES INVESTMENTS, LTD.
A Florida Limited Partnership**

The undersigned Partners, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby state:

1. The name of the Partnership is JCS Naples Investments, Ltd.
2. The address of the office of the Partnership is 2600 Golden Gate Parkway, Suite 200, Naples, Florida 33942-3206.
3. The name and address of the agent for service of process on the Partnership is Juliet C. Sproul, of 2600 Golden Gate Parkway, Suite 200, Naples, Florida 33942-3206.
4. The name and business address of the general partner is JC Sproul, Inc., 2600 Golden Gate Parkway, Suite 200, Naples, Florida 33942-3206. The name and business address of the limited partner is Juliet C. Sproul, 2600 Golden Gate Parkway, Suite 200, Naples, Florida 33942-3206.
5. The mailing address of the Partnership is 2600 Golden Gate Parkway, Suite 200, Naples, Florida 33942-3206.
6. The latest date upon which the Partnership shall dissolve is 31 December 2025.
7. The amount of capital contributions to the Partnership made by the limited partner is, in the aggregate, Ninety and No/100 (\$90) Dollars.
8. Additional capital contributions to the Partnership by the limited partner are anticipated in the aggregate amount of Nine Million and No/100 (\$9,000,000) Dollars.

The execution of this certificate by the undersigned Partners 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 all of the Partners of JCS Naples Investments, Ltd. this 2nd day of November 1995.

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845000084111

Signed in our presence as to all partners

Bradley A. Boaz
Print: Bradley A. Boaz

Paul J. Marinelli
Print: Paul J. Marinelli

JC Sproul, Inc., as a
General Partner

By: Juliet C. Sproul
Juliet C. Sproul, its
President

Juliet C. Sproul
Juliet C. Sproul, as a
Limited Partner

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STATE OF FLORIDA
COLLIER COUNTY

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared Juliet C. Sproul, as President of JC Sproul, Inc., who is personally known to me and known by me to be the person who executed the foregoing Certificate of Limited Partnership and Affidavit of Capital Contributions, and after being duly sworn under the penalties of perjury she stated to and acknowledged to me and before me that the facts stated above are true that JC Sproul, Inc. executed this Certificate and Affidavit as a General Partner of JCS Naples Investments, Ltd., a Florida Limited Partnership.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 2nd day of November 1995.

Gail Smith
Print: Gail Smith
NOTARY PUBLIC
State of Florida

(SEAL)

My Commission Expires: _____

OFFICIAL NOTARY SEAL
GAIL SMITH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC357356
MY COMMISSION EXP. APR. 16, 1998

STATE OF FLORIDA
COLLIER COUNTY

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared Juliet C. Sproul, who is personally known to me and known by me to be the person who executed the foregoing Certificate of Limited Partnership and Affidavit of Capital Contributions, and after being duly sworn under the penalties of perjury she stated to and acknowledged to me and before me that the facts stated above are true that she executed this Certificate and Affidavit as a Limited Partner of JCS Naples Investments, Ltd., a Florida Limited Partnership.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 2nd day of November 1995.

Gail Smith

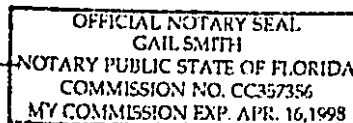
Print:

Gail Smith

NOTARY PUBLIC
State of Florida

(SEAL)

My Commission Expires: _____

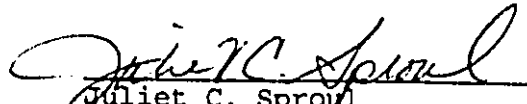


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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for JCS Naples Investments, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


Juliet C. Sproul

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SECRETARY OF STATE
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95 NOV -3 PM 1:19

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

2-387-528/37

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



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

FILED

95 DEC -4 PM 2:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership

JCS Naples Investments, LTD

1a. DOCUMENT #
A 95000001582

Mailing Address

P O Box 413038
Naples, Florida 33941

Principal Office Address

2600 Golden Gate Parkway
Suite 200
Naples, Florida 33942

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
November 01, 1995

3a. Date of Last Report

4. State or Country of Formation

Florida

5a. Capital Contributions as Shown
on Record

9,000,000

5b. Amount of Capital Contributions in
FLORIDA to date

9,000,000

6. FEI Number

65-0616233

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.

\$576.25

9. Name and Address of Current Registered Agent

Paul J. Marinelli
2600 Golden Gate Parkway
Suite 200
Naples, Florida 33942

10. If changed, new Registered Agent/Office

Name

Street Address (P O Box Number is Not Acceptable)

Suite, Apt # etc

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, I, as a general partner in a limited partnership organized or registered under the laws of the State of Florida, submit this statement for the purpose of changing its registered agent 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 provisions of section 620.192, Florida Statutes.

SIGNATURE (Requires Agent Accepting Appointment)

DATE 11/21/95

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)

JC Sproul, Inc.

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

2600 Golden Gate Prkwy

11b. City, State & Zip Code

Naples, FL 33942

11c. Registration/
Document Number

P95000084111

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 229, Florida Statutes.

SIGNATURE

Juliet C. Sproul

DATE

11/21/95

Typed or Printed Name of General Partner Signing Form

Juliet C. Sproul - President

Telephone Number 941/262-2600

CR2E003 (6/95)