

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0011 FAX

800-342-8086

A95000001945



networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 765136 5310A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 13, 1995

ORDER TIME : 11:13 AM

ORDER NO. : 765136

CUSTOMER NO: 5310A

CUSTOMER: Jackson Boggs, Esq
FOWLER WHITE GILLEN BOGGS & TAX
VILLAREAL & BANKER, P.A. FILING
P. O. Box 1438
Tampa, FL 33601

1750.00
35.00
52.50
1837.50

N. BANK

BALANCE DUE

REMOVED

DOMESTIC FILING

NAME: BARTLEY INVESTMENTS, LTD.

ARTICLES OF INCORPORATION
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

FILED
DIVISION OF CORPORATIONS
95 DEC 13 PM 2:43

400001664174
-12/18/95--01042--003
***1837.50 ***1837.50

RECEIVED
95 DEC 13 PM 12:36
DIVISION OF CORPORATION

12/13/95
BKR

CERTIFICATE OF LIMITED PARTNERSHIP
BARTLEY INVESTMENTS, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 13 PM 3:43

In accordance with Florida Statute Section 620.108, this Certificate of Limited Partnership shall be filed with the Department of State of Florida, setting forth the following:

1. **Name.** The name of this limited Partnership shall be "Bartley Investments, Ltd."

2. **Registered Agent and Address.** The office and the name of the agent for service of process required to be maintained is as follows:

Neil L. Bartley
3112 South Julia Circle
Tampa, Florida 33629-8814

3. **General Partner.** The name and business address of each general partner is:

Neil L. Bartley
3112 South Julia Circle
Tampa, Florida 33629-8814

4. **Mailing Address.** The principal office and mailing address of the limited partnership is:

3112 South Julia Circle
Tampa, Florida 33629-8814

5. **Termination Date.** The latest date upon which the limited partnership is to dissolve is December 31, 2045.

Neil L. Bartley
Neil L. Bartley, General Partner

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 12th of December, 1995, by NEIL L. BARTLEY, who is personally known to me or who has produced N/A as identification.

Deborah L. Baker
Print Name Deborah L. Baker

"NOTARY PUBLIC"

My Commission Expires:



DEBORAH L. BAKER
My Commission CC200228
Expires Jun 20, 1997
Bonded by ANS
800-462-6678

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

AFFIDAVIT OF GENERAL PARTNER

BEFORE ME, THE UNDERSIGNED AUTHORITY, personally appeared NEIL L. BARTLEY, known to me to be the general partner of BARTLEY INVESTMENTS, LTD., a Florida limited partnership, who, before me first duly sworn, declares as follows:

1. The amount of capital initially contributed to the Partnership by the limited partners is \$1,980.00.
2. The limited partners presently anticipate contributing additional funds to the Partnership; and the total amount contributed and anticipated to be contributed is \$5,000,000.00.

Neil L. Bartley
Neil L. Bartley, General Partner

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 12th of December, 1995, by NEIL L. BARTLEY, who is personally known to me or who has produced NIA as identification.

Deborah L. Baker
Print Name Deborah L. Baker

"NOTARY PUBLIC"

My Commission Expires:



DEBORAH L. BAKER
My Commission CC206226
Expires Jun 20, 1997
Bonded by ANG
800-852-5676

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

1. Name of Limited Partnership

BARTLEY INVESTMENTS, LTD.

1a. DOCUMENT #
A95000001945

Mailing Address

3112 South Julia Circle
Tampa, FL 33629-8814

Principal Office Address

3112 South Julia Circle
Tampa, FL 33629-8814

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 Firmed or Registered to Do Business in
FLORIDA
12/13/95

3a. Date of Last Report
N/A

4. State or Country of Formation
FL

5a. Capital Contributions as Shown
on Record
\$5,000,000.00

5b. Amount of Capital Contributions in
FLORIDA to date
\$1,980.00

6. FEI Number
APPLIED FOR

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: \$136.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$136.75) AND NO MORE THAN \$578.25 (\$437.50 + \$136.75).
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

BARTLEY, NEIL L.
3112 South Julia Circle
Tampa, FL 33629-8814

Name

10. If changed, new Registered Agent/Office

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

Suite, Apt. #, etc.

City

100001677811
-01/04/96--01017-011
***191.25 ***191.25
FL 12/13/95

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)

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

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

BARTLEY, NEIL L.

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

3112 South Julia Circle

11b. City, State & Zip Code

Tampa, FL 33629-8814

11c. Registration/
Document Number

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

Neil L. Bartley

Neil L. Bartley

DATE

12/14/95

Telephone Number

(813) 837-9314