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NA/200

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West Palm Beach and Naples, Florida
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Thomas E. Maloney
F. Joseph McMackin, III
Mark H. Muller
Leo J. Salvatori
Joseph D. Zaff

A95000001993

December 19, 1995

*Return to
F W R S R P*

Attorneys' Title Insurance Fund, Inc.
Leon County Branch
Corporate Information Products
600 East Jefferson, Suite 200
Tallahassee, Florida 32301

Re: Diamond Ridge Properties, L.P. Certificate of Limited Partnership

Gentlemen:

Enclosed please find the original and a copy of Certificate of Limited Partnership in connection with formation of a Florida Limited Partnership; Acceptance of Appointment of Registered Agent, and Affidavit of Capital Contributions to be filed with the Florida Secretary of State.

Please have these documents filed on a RUSH basis and call our office with the filing number, fax our office a copy of the filed documents as soon as possible and return the filed documents by Federal Express mail. Thank you. You may use our Federal Express number for return delivery (1069-2350-7).

Also enclosed is a check in the amount of \$1,837.50 which represents the following:

Certificate of Limited Partnership Filing Fee
(\$12,600,000.00 total contribution)
Registered Agent
Certified Copy of Certificate

700001670417
-12/26/95--01036--012
***1837.50 ***1837.50
\$1,750.00
35.00
52.50

Total enclosed:

\$1,837.50

If you have any questions concerning this request please contact me at 813-262-5959. If any additional funds are needed for this filing, please advance same and bill Quarles & Brady accordingly and you will be reimbursed immediately.

Sincerely,

QUARLES & BRADY

Timothy G. Hains

SUZANNE HOWARD

Will wait
u. TAX
FILING 1750.00
R. AGENT FEE 35.00
C. COPY 52.50
TOTAL 1837.50
ENCLOSURE
TGH/sh
BALANCE DUE
PAID

95 DEC 21 AM 11:00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to for a limited partnership pursuant to the laws of the State of Florida, certified as follows:

1. Name. The name of the Partnership is **DIAMOND PROPERTIES, LTD., a Florida limited partnership.**
2. Office. The address of the Partnership's office is: 201 Murfield Circle, Naples, Florida 33962.
3. Statutory Agent. The name and address of the agent the Partnership for service of process required to maintained by Section 620.105 of the Florida Statutes is: **Timothy G. Hains, 4501 North Tamiami Trail, Suite 300, Naples, Florida 33940.**
4. General Partner. The name and business address of the sole General Partner of the Partnership is **Diamond Ridge, L.C., 201 Murfield Circle, Naples, Florida 33962.**
5. Mailing Address. The mailing address for the Partnership is 201 Murfield Circle, Naples, Florida 33962.
6. Dissolution. the latest date upon which the Partnership is to be terminated and dissolved is the last day of December, 2035.

IN WITNESS WHEREOF, the necessary party hereto has executed this Certificate as of the 19th day of DECEMBER, 1995, and has sworn to the above Certificate.

GENERAL PARTNER:
**DIAMOND RIDGE, L.C., a Florida
limited liability company**

By: Robert L. Wickman
Robert L. Wickman, Chairman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 21 AM 11:00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC 21 AM 11:00
L9500000042

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 19th day of December, 1995, by Robert L. Wickman as Chairman of Diamond Ridge, L.C., a Florida limited liability company, on behalf of the company. He (A) is personally known to me or () has produced _____ as identification.

(SEAL)



Suzanne Howard
Notary Public
Print Name: SUZANNE HOWARD
Commission Number: CC-808215
My Commission Expires: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 21 AM 11:00

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF COLLIER

Robert L. Wickman, being sworn, upon his oath deposes and says:

1. Robert L. Wickman is Chairman of Diamond Ridge, L.C., a Florida limited liability company, which is the sole General Partner of DIAMOND RIDGE PROPERTIES, LTD., a Florida limited partnership.
2. This affidavit is being made in accordance with Section 620.108(1) of the Florida Statutes.
3. The Limited Partners have made capital contributions in the following amounts:

<u>Name of Limited Partner</u>	<u>Amount of Contribution</u>
Guardian Development Corporation	\$ 150,000.00
Robert L. Wickman Investments, Inc.	\$ 150,000.00

4. It is anticipated that the Limited Partners listed below will make capital contributions in the future in the following amounts:

<u>Name of Limited Partner</u>	<u>Amount of Contribution</u>
Guardian Development Corporation	\$ 350,000.00
Robert L. Wickman Investments, Inc.	\$ 850,000.00
Farallon/Diamond Limited Partnership	\$ 10,600,000.00

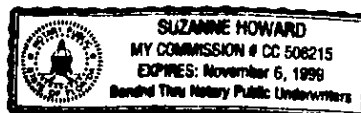
5. The total amount of capital contributions will be \$12,600,000.00.

Robert L. Wickman
ROBERT L. WICKMAN

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 19th day of December, 1995, by Robert L. Wickman as Chairman of Diamond Ridge, L.C., a Florida limited liability company, on behalf of the company. He (x) is personally known to me or () has produced _____ as identification.

(SEAL)



Suzanne Howard
Notary Public
Print Name: SUZANNE HOWARD
Commission Number: CC 508215
My Commission Expires: _____

ACCEPTANCE OF APPOINTMENT BY RESIDENT AGENT

Having been named Registered Agent for the above stated limited partnership, at the designated Registered Office, the undersigned is familiar with and accepts the obligations of said appointment, and agrees to comply with the provisions of Florida Statutes relative to keeping open said office.

Date: December 19, 1995

Timothy G. Hains
Timothy G. Hains

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC 21 AM 11:00

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 19th day of December, 1995, by Timothy G. Hains, who is personally known to me.

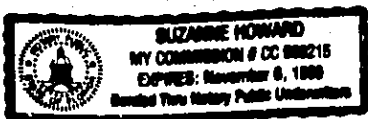
(SEAL)

Suzanne Howard
NOTARY PUBLIC

Print Name: SUZANNE HOWARD

Commission Number: CC 505215

My Commission Expires:



FILE OR ON BEFORE SEPTEMBER 21, 1996 OR FILING
WILL BE SUBJECT TO REVOCATION AND 50% PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996

FLORIDA DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS

FILED

95 DEC 28 PM 4:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership

1a. DOCUMENT #

A95000001993

DIAMOND RIDGE PROPERTIES, LTD.

96-AR

CM

Mailing Address

Principal Office Address

201 Muirfield Circle
Naples, FL 33962

201 Muirfield Circle
Naples, FL 33962

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
December 21, 1995

3a. Date of Last Report
N/A

4. State & Country of Formation
Florida

5a. Capital Contributions as Shown
on Record

\$12,600,000.00

5b. Amount of Capital Contributions in
FLORIDA to date

\$12,600,000.00

6. FEI Number

KX

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

Timothy G. Hains
4501 North Tamiami Trail
Suite 300
Naples, Florida 33940

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, 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
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

Diamond Ridge, L.C., a
Florida limited liability
company

201 Muirfield Circle

Naples, Florida
33962

L95000000982

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: Carmen J. Spinella, Manager & Vice President
Carmen J. Spinella, Manager and Vice President

Typed or Printed Name of General Partner Signing Form

DATE

12-26-95

Telephone Number

941-591-4231

CR2E003 (6/95)