

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

A96000000119



96 JAN 17 PM 12:43
DIVISION OF CORPORATION

96 JAN 17 PM 2:30
FED. STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032

REFERENCE : 807272 4381472

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 148.75

ORDER DATE : January 17, 1996

ORDER TIME : 10:36 AM

ORDER NO. : 807272

000001680840

CUSTOMER NO: 4381472

CUSTOMER: Ms. Laurie Bergstresser
BROAD AND CASSEL

Suite 1100
390 N. Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: HERON PARK PARTNERS, LTD.

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS: _____

1/17/96
BZK

CERTIFICATE OF LIMITED PARTNERSHIP

OF

HERON PARK PARTNERS, LTD.

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole general partner of HERON PARK PARTNERS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be HERON PARK PARTNERS, LTD.

2. The address of the office where records shall be kept shall be 2200 Lucien Way, Suite 450, Maitland, Florida 32751. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 N. Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The name and business address of the general partner is:

Ag 6/10/96
FL BOND CAPITAL HOLDINGS 96, LTD., a Florida limited partnership
2200 Lucien Way, Suite 450
Maitland, Florida 32751

4. The mailing address of the limited partnership is 2200 Lucien Way, Suite 450, Maitland, Florida 32751.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2045.

This Certificate has been executed by the undersigned this 16th day of January, 1996.

GENERAL PARTNER:

FL BOND CAPITAL HOLDINGS 96, LTD., a Florida limited partnership

By: FL Bond Capital Holdings 96, Inc., a Florida corporation, general partner

By: Michael J. Sciarrino
Michael J. Sciarrino,
Vice President

By: CED Construction, Inc., a Florida corporation, general partner

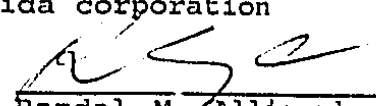
By: Michael J. Sciarrino
Michael J. Sciarrino,
Vice President

RECEIVED
DIVISION OF CORPORATE AFFAIRS
96 JAN 17 PM 2:30

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for HERON PARK PARTNERS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with its statutory obligations as such.

B&C CORPORATE SERVICES OF
CENTRAL FLORIDA, INC., a
Florida corporation

By: 

Randal M. Alligood, Vice
President

Dated this 16th day of January, 1996.

FILED STATE
SECRETARY OF CORPORATIONS
96 JAN 17 PM 2:30

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 JAN 17 PM 2:30

AFFIDAVIT
OF
CAPITAL CONTRIBUTIONS

The undersigned being the sole general partner of HERON PARK PARTNERS, LTD., and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of HERON PARK PARTNERS, LTD. with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partner as of the date hereof is \$50.00 and no further capital contributions from the limited partner are reasonably anticipated at this time.

This Affidavit is executed and sworn to by:

General Partner:

FL BOND CAPITAL HOLDINGS 96,
LTD., a Florida limited
partnership

By: FL Bond Capital Holdings
96, Inc., a Florida
corporation

By: Michael J. Sciarrino
Michael J. Sciarrino,
Vice President

By: CED Construction, Inc., a
Florida corporation,
general partner

By: Michael J. Sciarrino
Michael J. Sciarrino,
Vice President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th
day of January, 1996, by Michael J. Sciarrino, Vice
President of FL BOND CAPITAL HOLDINGS 96, INC., a Florida
corporation, general partner of FL BOND CAPITAL HOLDINGS 96, LTD.,
general partner of HERON PARK PARTNERS, LTD., and who is personally
known to me.

Kristie L. Dykes
Notary Public
My Commission Expires:
Print, type or stamp name of
notary Kristie L. Dykes



KRISTIE L. DYKES
My Commission CC312456
Expires Sep. 01, 1997
Bonded by HAI
800-422-1555

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th
day of January, 1996, by Michael J. Sciarrino, Vice
President of CED CONSTRUCTION, INC., a Florida corporation, general
partner of FL BOND CAPITAL HOLDINGS 96, LTD., general partner of
HERON PARK PARTNERS, LTD., and who is personally known to me.

Kristie L. Dykes
Notary Public

My Commission Expires:

Print, type or stamp name of
notary Kristie L. Dykes



KRISTIE L. DYKES
My Commission CO312486
Expires Sep. 01, 1997
Bonded by HAI
800-422-1888

FILED
RECORDS
SECTION
JAN 17 11 23 AM '96



THE UNITED STATES
CORPORATION
COMPANY

A96000000119

ACCOUNT NO. : 072100000032

REFERENCE : 210729 4381472

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 6, 1997

ORDER TIME : 9:27 AM

ORDER NO. : 210729-005

CUSTOMER NO: 4381472

CUSTOMER: Janice Myers, Legal Assistant
BROAD AND CASSEL

390 N. Orange Avenue
Suite 1100
Orlando, FL 32801

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN -6 PM 3:45

DOMESTIC FILING

600002055456-1-0
-01/13/97--01033--002
***1750.00 ***1750.00

NAME: HERON PARK PARTNERS, LTD.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: _____

RECEIVED
97 JAN -6 PM 12:09
DIVISION OF CORPORATION

D. JAX _____
FILING 1750 _____
R. AGENT FEE _____
C. COPY _____
TOTAL 1750 _____
V. PAID _____
BALANCE DUE _____
AND _____

1/6/97

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the general partner of HERON PARK PARTNERS, LTD., a Florida limited partnership, executes this supplemental affidavit and files the same with the Florida Department of State pursuant to Section 620.112, Florida Statutes.

The actual amount of capital contributions of the Limited Partner has exceeded the originally anticipated amount of capital contributions. The sum of \$50.00 has already been contributed by the Limited Partners, an additional \$1,703,393 is currently being contributed, and an additional \$1,913,141 is anticipated. Therefore, the total capital contributions on record will be \$3,616,584.00.

Executed this 19 day of December, 1996.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

HERON PARK PARTNERS, LTD., a Florida limited partnership

By: FL Bond Capital Holdings 96, Ltd., a Florida limited partnership, its General Partner

By: CED Construction, Inc., a Florida corporation, its managing general partner

By: Donna D. Pepper
Donna D. Pepper
Vice President

STATE OF FLORIDA
COUNTY OF GRANGE Leon

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 Donna D. Pepper, as Vice President of CED Construction, Inc., a Florida corporation, known to me and known to me to be the person who executed the foregoing Supplemental Affidavit of Capital Contributions, and she acknowledged to me and before me that she executed this Supplemental Affidavit as Vice President of CED Construction, Inc., a Florida corporation, as managing general partner of FL Bond Capital Holdings 96, Ltd., a Florida limited partnership, as General Partner of Heron Park Partners, Ltd., a Florida limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19 day of December, 1996.

Janice C. Myers
Notary Public
State of Florida at Large
My Commission Expires:

