1201 HAYS STREET

800-342-8086

TALLAHASSEE, FL 32301

ACCOUNT NO. : 072100000032

REFERENCE : 826175

6519A

AUTHORIZATION :

5000001715215 -02/15/96--01010--007 \*\*\*\*\*87.50 \*\*\*\*\*\*07.50

\$000001705878 -02/05/96--01019--017 \*\*\*1750.00 \*\*\*1750.00

COST LIMIT : # PREPAID

ORDER DATE : January 31, 1996

ORDER TIME : 9:53 AM

ORDER NO. : 826175

PRESENCE HALL LEGAL A FINANCIAL SERVICES

CUSTOMER NO:

6519A

CUSTOMER: Ellen T. Ali, Legal Assistant

SMITH MACKINNON HARRIS GREELEY

BOWDOIN & EDWARDS, P.A.

P. O. Box 2254

Orlando, FL 32802-2254

## DOMESTIC FILING

NAME:

HIGHWAY 54 LIMITED PARTNERSHIP

\_ ARTICLES OF INCORPORATION XX CERTIFICATE OF LIMITED PARTNERSHIP C. TAX ...... FILLIIG .... R. AGENT FEE -

g. copy \_

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING BANK . \_ CERTIFIED COPY

- 3UO 30MAIAE PERIND ......

PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

# CERTIFICATE OF LIMITED PARTNERSHIP

OF

### HIGHWAY 54 LIMITED PARTNERSHIP

SECRETARY OF STATE AS BIVISION OF CO-POSATIONS 96 JUH 31 MII: 50

The undersigned, desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Section 620.101-86, Florida Statutes, do hereby certify as follows:

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The name of the Limited Partnership is: Highway 54 Limited Partnership.

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The address of the Partnership's registered office in the State of Florida is: 1810 Lee Road, Orlando, FL 32810. The name and address of the Partnership's agent for service of process in the State of Florida is Highway 54, Inc., 1810 Lee Road, Orlando, FL 32810.

P94600004995 II

The name of the general partner is: Highway 54, Inc., a Florida Corporation, whose address is 1810 Lee Road, Orlando, FL 32810.

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The mailing address of the Partnership is: 1810 Lee Road, Orlando, FL 32810.

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The existence of the Partnership will continue until the 29th day of January, 2016; however, such term may under certain circumstances be terminated earlier in accordance with the terms of the Partnership's Partnership Agreement.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership as of the 30th day of January, 1996.

GENERAL PARTNER:

Highway 54, Inc., a Florida Corporation

Robert C. Sinclair As Its: President

# AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Robert C. Sinclair, as President of Highway 54, Inc., a Florida Corporation, the sole general partner of Highway 54 Limited Partnership, a Florida Limited Partnership, hereinafter referred to as the "Partnership", who upon being sworn, certifies as follows:

- 1. The amount of capital contributions of the limited partners of the Partnership is \$252,000.00.
- 2. The anticipated amount of the capital contributions of the limited partners of the Partnership that are allocated for the purpose of transacting business in Florida is \$252,000.00.

Dated this 30th day of January, 1996.

By: Robert C. Sinclair
As President of Highway 54, Inc., a
Florida Corporation, General Partner of
Highway 54 Limited Partnership, a
Florida Limited Partnership

STATE OF FLORIDA COUNTY OF ORANGE

Sworn to (or affirmed) an	d subscribed	before me this 3	Oth day of Janu	arv. 1996. hv
Robert C. Sinclair as President	of Highway	54. Inc., a Flori	ida Corporatio	n. as General
Partner of Highway 54 Limited  [X] personally known to	Partnership, me or [	a Florida Limit	ed Partnership the following	and who is

Notary Public

Printed Name Ellen T. Ali

My Commission Expires

Serial Number

ELLEN T. ALI

LLY COMMISSION & CC 398122

EXPIRES: September 17, 1998

Bonded Thru Notzry Public Underwrite-

CONSENT OF ACTION FOR SERVICE OF PROCESS FOR

HIGHWAY 54 LIMITED PARTNERSHIP

The undersigned consents to and accepts designation as the agent for service of process for Highway 54 Limited Partnership, a Florida Limited Partnership, pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act. of the Florida Revised Uniform Limited Partnership Act.

Highway 54, Inc., a Florida Corporation

As Its: President

(C:\wpdocs\211-28\Partner,Cif)