

A96000000 690

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March 29, 1996

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Corporate Records Bureau
Division of Limited Partnerships
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

500001766305
-04/02/96--01059--007
***1837.50 ***1837.50

Re: Cornerstone/H P II Limited Partnership

To Whom It May Concern:

Enclosed are an original and one copy of a Certificate of Limited Partnership of Cornerstone/H P II Limited Partnership, together with an original and one copy of an Affidavit of Capital Contributions. Please file the originals and certify and return each copy to me. A self-addressed envelope is included for your convenience.

Also enclosed is our firm check in the amount of \$1,837.50, to cover the following costs:

1. Filing fee	\$1,750.00
2. Designation of Registered Agent	\$ 35.00
3. Certified copy of Charter	\$ 52.50

Total \$1,837.50

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

NAME	
ADDRESS	
PHONE	
TELEFAX	
EMAIL	
DATE	

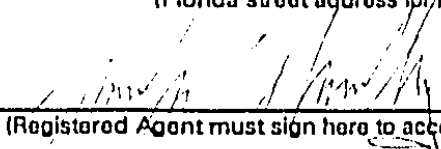
NRB/trn
Enclosures

cc: Cornerstone/H P II Limited Partnership

TC
\$1,150,000.00
20-9704

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CERTIFICATE OF LIMITED PARTNERSHIP OF

1. Cornerstone/H P II Limited Partnership
(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")
2. 6845 Elm Street, McLean, Virginia 22101
(Business address of Limited Partnership)
3. Carey, O'Malley, Whitaker & Manson, P.A.
(Name of Registered Agent for Service of Process)
4. 100 South Ashley Drive, suite 1190, Tampa, Florida 33602
(Florida street address for Registered Agent)
5.  (Andrew M. O'Malley, President)
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. Post Office Box 9902, McLean, Virginia 22102
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is June 1, 2049.

8. Name of general partner(s):

Specific address:

H P II, Inc.

6845 Elm Street

P960000 30347

McLean, Virginia 22101

Signed this 25th day of March, 19 96.
Signature of all general partners:

H P II, Inc.

General Partner

By: 

General Partner

Its:

6845 Elm St., McLean, VA 22101

General Partner

N/A

General Partner

N/A

General Partner

N/A

General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned constituting all of the general partners of Cornerstone/

H P II Limited Partnership,, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ -0-

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 1,150,000.00.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

H P II, Inc.

General Partner

By: 

General Partner

Its:

6845 Elm St., McLean, VA 22101

General Partner

N/A

General Partner

N/A

General Partner

N/A

General Partner

This 25th day of March, 1996.

FILED
96 APR -1 11 8 30