

06/10/96

GERMANTOWN

001

A9600000 1101

Terminal Emulation CONNECTED 0:01:29
File Edit Services Terminal Special
(((H96000008063))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: GEBHARDT & MILLER
DEPARTMENT OF STATE 2500 N TAMiami TRAIL
STATE OF FLORIDA PO BOX 9050 SUITE 205
409 EAST GAINES STREET NAPLES FL 33940- 3401-6194
TALLAHASSEE, FL 32399 CONTACT: STEPHNE L WATTS
FAX: (904) 922-4000 PHONE: (941) 263-3363
FAX: (941) 434-7767
DOCUMENT TYPE: FLORIDA ~~NON-PROFIT CORPORATION~~
Limited Partnership
NAME:
FAX AUDIT NUMBER: H96 000008063 CURRENT STATUS: REQUESTED
DATE REQUESTED: 6/7 /1996 TIME REQUESTED: 17 24 02
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: ~~\$78.75~~ \$96.25 ACCOUNT NUMBER: 071160001562
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H96000008063)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
F1=Help F10=Menu bar F5=Logging [OFF] F6=Printer [OFF]

Terminal Emulation CONNECTED 0:01:29
File Edit Services Terminal Special
(((H96000008063))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: GEBHARDT & MILLER
DEPARTMENT OF STATE 2500 N TAMiami TRAIL
STATE OF FLORIDA PO BOX 9050 SUITE 205
409 EAST GAINES STREET NAPLES FL 33940- 3401-6194
TALLAHASSEE, FL 32399 CONTACT: STEPHNE L WATTS
FAX: (904) 922-4000 PHONE: (941) 263-3363
FAX: (941) 434-7767
DOCUMENT TYPE: FLORIDA ~~NON-PROFIT CORPORATION~~
Limited Partnership
NAME:
FAX AUDIT NUMBER: H96 0000 08063 CURRENT STATUS: REQUESTED
DATE REQUESTED: 6/7 /1996 TIME REQUESTED: 17 24 :02
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: ~~\$78.75~~ \$96.25 ACCOUNT NUMBER: 071160001562
Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H96000008063)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
F1=Help F10=Menu bar F5=Logging [OFF] F6=Printer [OFF]

Document Examiner	<i>AKC-11</i>
Updater	<i>AKC</i>
Updater	<i>AKC</i>
Verifier	<i>AKC</i>
Acknowledgment	<i>AKC</i>
W. P. Verifier	<i>AKC</i>

07:11:17 01 JUN 96
GERMANTOWN
FILED

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR
PLAZA WALK, LTD.**

WHEREAS, the General Partner and Limited Partner wish to form a Florida limited partnership pursuant to § 620.108, Fla. Stat., and the undersigned General Partner wishes to file this Certificate with the Department of State and would set forth the following:


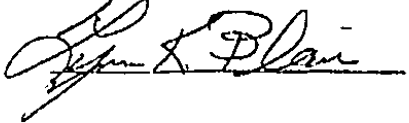
1. **Name.** The name of the limited partnership is "PLAZA WALK, LTD." and its principal office and mailing address is 2500 Tamiami Trail North, Suite 112, Naples, Florida 33940.
2. **REGISTERED OFFICE AND AGENT.** The address of the office for service of process is 2500 Tamiami Trail North, Suite 112, Naples, Florida 33940, and the name of the Registered Agent is Harvey B. Hoffman.
3. **NAMES AND ADDRESS OF GENERAL PARTNER.** The name and mailing address of the General Partner is PLAZA WALK OF COLLIER COUNTY, INC, 2500 Tamiami Trail North, Suite 112, Naples, Florida 33940. P96 0000 37168
4. **DURATION OF LIMITED PARTNERSHIP.** The latest date upon which the limited partnership shall be terminated and dissolved depends on the happening of the following events: (a) the disposition of all Partnership assets; (b) failure to elect a successor general partner who has consented to serve commencing with the effective date of the death or disability of the last General Partner; (c) December 31, 2019; and (d) the bankruptcy or withdrawal of all of the General Partner as provided in Article XVIII Termination and Dissolution, of the Limited Partnership Agreement.
5. **GENERAL CHARACTER OF BUSINESS.** The general business of the limited partnership shall be activities related or incidental to the ownership of a real estate development. The specific character of the limited partnership shall be as is set forth in the partnership agreement between the partners within the limited partnership, as such Agreement may be revised or restated from time to time.
6. **COMMENCEMENT OF LIMITED PARTNERSHIP.** The limited partnership shall be formed and commence business at the time of the filing of this Certificate with the Secretary of State.

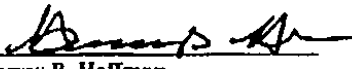

Dated this 5th day of June, 1996.

Witnesses:

GENERAL PARTNER

PLAZA WALK OF COLLIER COUNTY,
INC.

By: 
Harvey B. Hoffman
Its: President
By: 
Raymond J. DeAngellis
Its: Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 5th day of June, 1996, by Harvey B. Hoffman, President of Plaza Walk of Collier County, Inc., a Florida corporation, as General Partner. He is personally known to me or has produced corporation (type of identification) as identification and did (did not) take an oath.



Kimberly Ann Nair
MY COMMISSION # CCS18373 EXPIRES
December 28, 1998
BUNDLED THROUGH TROY FARM INSURANCE, INC.

Kimberly Ann Nair
Notary Public

(spell name)

Cert. No:

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 5th day of June, 1996, by Raymond J. DeAngella, as a Limited Partner. He is personally known to me or has produced corporation (type of identification) as identification and did (did not) take an oath.



Kimberly Ann Nair
MY COMMISSION # CCS18373 EXPIRES
December 28, 1998
BUNDLED THROUGH TROY FARM INSURANCE, INC.

Kimberly Ann Nair
Notary Public

(spell name)

Cert. No:

FILED
JUN 10 PM 4:15
CLERK OF DISTRICT COURT
COUNTY OF COLLIER
FLORIDA

AFFIDAVIT OF CONTRIBUTION

STATE OF FLORIDA
COUNTY OF COLLIER

PLAZA WALK OF COLLIER COUNTY, INC., the General Partner of PLAZA WALK, LTD. does hereby swear and affirm that for the purposes of §620.108, Fla. Stat., the following information is true and correct:

1. The name of the limited partnership is "PLAZA WALK, LTD." and its principal address is 250, Tamiami Trail North, Suite 112, Naples, Florida 33940.
2. The Partnership has filed its Certificate of Limited Partnership with the Department of State, State of Florida.
3. The name of the officers of the General Partner authorized to sign documents relating to the real property owned by the Limited Partnership are Harvey B. Hoffman, President and Raymond J. DeAngelis, Secretary and Treasurer of PLAZA WALK OF COLLIER COUNTY, INC.
4. The amount of the capital contributions and the amount anticipated to be contributed by the Limited Partners shall be \$7,500.

Signed this 11th day of June, 1996

Witnesses:

[Signature]
[Signature]

GENERAL PARTNER
PLAZA WALK OF COLLIER COUNTY, INC.

By: *[Signature]*
Harvey B. Hoffman, President

STATE OF FLORIDA
COUNTY OF COUNTY

The foregoing instrument was acknowledged before me this 11th day of June, 1996 by Harvey B. Hoffman, President of Plaza Walk of Collier County, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced corporation (type of identification) as identification and did (did not) take an oath.



Kimberly Ann Nair
MY COMMISSION # CC518373 EXPIRES
December 26, 1999
BORN 10/20/1951 TROY TOWN INSURANCE, INC.

[Signature]
Notary Public
(spell name)
Cert. No:

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above Limited Partnership at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 6620.192 Florida Statutes.

Dated this 11th day of June, 1996.

[Signature]
Harvey B. Hoffman

A96000001101

Law Offices

G THIAHDT & MILLER

500 East Main Road North Suite 112
Tampa, Florida 33602

Robert C. Thiahd
Kathleen Elizabeth Miller

96 JUL 25 1996

Office 941.263.1163
Fax 941.434.7767

July 22, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
JUL 25 1996
TALLAHASSEE, FL
FAX 941.434.7767

Re: Plaza Walk, Ltd.

Dear Sir or Madame:

Enclosed please find completed Supplemental Affidavit and our check in the amount of \$1,750.00 to increase capital contribution to \$600,000 in reference to the above.

Should you require any additional information, please feel free to contact the undersigned.

Very truly yours,

Kimberly Ann Nair
Kimberly Ann Nair
Legal Assistant

\kan
Enclosures

AUG 1 1996
KWM



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
96 JUL 25 PM 12:27
SEC. 6
FILED

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

The undersigned general partners of Plaza Walk, LTD.
_____, a
Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112,
Florida Statutes.

The total amount of the capital contributions of the limited partners is: \$ 600,000.

This 21st day of July, 19 96.

FURTHER AFFIANT SAYETH NOT.

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

General Partner(s)

Plaza Walk of Collier County,
Inc., by ~~Raymond J. DeAngelis~~
Raymond J. DeAngelis

FEES.

\$7 per \$1,000 based on the additional contributions
(Minimum \$52.50 - Maximum \$1,750.00)