

A96000001288

City/State/Zip

Phone #

796 900 3310

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1 1 Linda Shields Project II 12
(Corporation Name) (Document #)
- 2 Limited Partnership
(Corporation Name) (Document #)
- 3
(Corporation Name) (Document #)
- 4
(Corporation Name) (Document #)

☒ Walk in
☐ Mail out

☐ Pick up time
☐ Will wait

☒ Photocopy

☐ Certified Copy
☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A. Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Restatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

C. TAX
FILING 52.50
+ AGENT FEE 35.00
+ COPY
TOTAL 87.50
N. BANK
BALANCE DUE
REFOUND

Examiner's Initials

7/8/96
B/R

CERTIFICATE OF LIMITED PARTNERSHIP
OF
FLORIDA SHELF PROJECT #12 LIMITED PARTNERSHIP

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), and §620.108 of the Florida Statutes, the undersigned, being the sole General Partner of FLORIDA SHELF #12 LIMITED PARTNERSHIP, hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is FLORIDA SHELF PROJECT #12 LIMITED PARTNERSHIP.
2. The business address and the mailing address of the limited partnership is:
c/o Ron Fenn, 7575 Dr. Phillips Boulevard, Suite 230, Orlando, Florida 32819.
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

Mr. Ron Fenn

4. The Florida street address for the registered agent is:

7575 Dr. Phillips Boulevard, Suite 230
Orlando, FL 32814

5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of FLORIDA SHELF PROJECT #12 LIMITED PARTNERSHIP, at the place designated in this Certificate of Limited Partnership of FLORIDA SHELF PROJECT #12 LIMITED PARTNERSHIP, I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.

Mr. Ron Fenn,
Registered Agent



Dated: July 2, 1996

6. The name and business address of the general partner is as follows:

FLORIDA SHELF GP #12, L.C.
7575 Dr. Phillips Blvd., Suite 230,
Orlando, Florida 32819

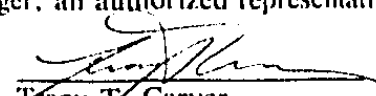
L96000000723

7. The latest date upon which the limited partnership is to dissolve is July 1, 2046.

IN WITNESS WHEREOF, the undersigned, being the sole General Partner, has executed the foregoing Certificate of Limited Partnership on the 1st day of July, 1996 in accordance with §620.114 of the Florida Statutes.

FLORIDA SHELF GP #12, L.C.
a Florida limited liability company
General Partner

By: Hearthstone Advisors, Inc.,
a California corporation
Manager, an authorized representative

By: 
Tracy T. Carver
Senior Vice President

AFFIDAVIT

THE UNDERSIGNED, constituting the sole General Partner of FLORIDA SHELF PROJECT #12 LIMITED PARTNERSHIP, a Florida limited partnership, hereby certifies as follows:

1. The amount of capital contribution to date of the limited partners is: \$100.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.


FURTHER AFFIANT SAYETH NOT.

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.

FLORIDA SHELF GP #12, L.C.,
a Florida limited liability company
General Partner

By: Hearthstone Advisors, Inc.,
a California corporation
Manager, an authorized representative

By:


Tracy T. Carver
Senior Vice President

96 JUL -8
PR 1:18
SEC
2015
Hearstone Advisors

A9600001288

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1 Florida Shelf Project 12
(Corporation Name) (Document #)
- 2 Limited Partnership
(Corporation Name) (Document #)
- 3
(Corporation Name) (Document #)
- 4
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☒ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment to L.P.
<input type="checkbox"/>	Resignation of R A, Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Restatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FAA
FILING 52.50
R. AGENT FEE
S. COM
TOTAL 52.50
R. BANK
BALANCE DUE
REFUND

700001912847
08/05/96-01/07/01/15
*****52.50 *****52.50

7/31/96
14K

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
FLORIDA SHELF PROJECT #12 LIMITED PARTNERSHIP

RECEIVED
JUL 29 1996
SECRETARY OF STATE

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, being the sole general partner of FLORIDA SHELF PROJECT #12 LIMITED PARTNERSHIP, does hereby duly execute and file with the Florida Secretary of State this Certificate of Amendment to Certificate of Limited Partnership.

1. The name of the limited partnership is FLORIDA SHELF PROJECT #12 LIMITED PARTNERSHIP.
2. The date of filing of the original Certificate of Limited Partnership was July 8, 1996.
3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to reflect a change in the name of the Limited Partnership to:

VILLA REGINA-PEMBROKE PINES LIMITED PARTNERSHIP

and to reflect a name change of the sole general partner from FLORIDA SHELF GP #12, L.C. to:

VILLA REGINA-PEMBROKE PINES GP, L.C.
7575 Dr. Phillips Boulevard, Suite 230,
Orlando, Florida 32819

4. Except as hereby amended, the Certificate of Limited Partnership shall remain the same.


IN WITNESS WHEREOF, the sole general partner has executed this Certificate of Amendment to Certificate of Limited Partnership on the 29th day of July, 1996.

SOLE GENERAL PARTNER:

VILLA REGINA-PEMBROKE PINES GP, L.C.,
a Florida limited liability company
General Partner

By: Hearthstone Advisors, Inc.,
a California corporation
Manager, an authorized representative

By:


Tracy V. Carver
Senior Vice President

93 DEC 31 PM 3:01

A96000001288

8:50 AM

```

1/09/97          CORPORATE DETAIL RECORD SCREEN
NUM: A960000001288 ST:FL ACTIVE/FL LP          FLD: 07/08/1996
LAST: AMENDMENT AND NAME CHANGE                FLD: 07/31/1996
ACT CONT: 100.00
NAME           : VILLA REGINA-PEMBROKE PINES LIMITED PARTNERSHIP
NH: 1
PRINCIPAL: C/O RON FENN
ADDRESS       : 7575 DR. PHILLIPS BLVD., SUITE 230
               ORLANDO, FL 32819
RA NAME      : FENN, RON
RA ADDR      : 7575 DR. PHILLIPS BLVD., SUITE 230
               ORLANDO, FL 32819 US
ANN REP      : * NONE FILED *

```

400002060104--9
-01/16/97--01037--002
***1750.00 ***1750.00

1. MENU, 3. PARTNERS, 4. EVENTS, 6. NAMES

ENTER SELECTION AND CR:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS,
97 JAN -8 AM 10:31

[illegible]

increasing to
\$1,090,414.52

C. TAX
FILING 1750.00
R
C
E
N
L
REFUND



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

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

The undersigned general partners of Villa Regina - Embroke Pines
Limited Partnership, 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: \$ 1,090,414.52

This 19 day of December, 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)

Please see signature block attached

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN - 8 AM 10:31

FEES:

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

Increase from \$100 in capital
to \$1,090,414.52. Fee: \$1,750.00

INHSE20(3/93)

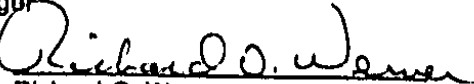
Supplemental Affidavit of Capital
Contribution for a Florida
Limited Partnership - 1997

VILLA REGINA-PEMBROKE PINES LIMITED PARTNERSHIP,
a Florida limited partnership

By: Villa Regina-Pembroke Pines GP Limited Partnership,
a Florida limited liability company
General Partner

By: Hearthstone Advisors, Inc.
a California corporation
Manager

By:



Richard O. Werner
Chief Executive Officer

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN -8 AM 10:32