PRENICE DATE THE SERVICES ACCOUNT NO. : 072100000032 REFERENCE 1 020997 9775A AUTHORIZATION : COST LIMIT : ORDER DATE : July 16, 1996 300001300753 -07/22/96--01069--020 ORDER TIME : 10:43 AM \*\*\*\*[40.80 \*\*\*\*140.00 ORDER NO. : 020997 3000013000753 -07/22/96--01069--021 -+++++8.75 +++++8.75 CUSTOMER NO: 9775A CUSTOMER: Anthony Pires, Esq WOODWARD PIRES & ANDERSON, PA P. O. Box 1

MARCO Island, FL 33969

DOMESTIC FILING

R. AGENT FEE 35.50

C. COPY

NAME: SUNRISE EQUITY PARTNERS, LTD. 10TAL

N. BANK

BALANCE DUE

REFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

XX \_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

BK

# Hoodward, Pires & Lombardo, P.A.

ATTORNEYS-AT-LAW

CRAIG R. WOODWARD\*
MARK J. WOODWARD
ANTHONY P. PIRES, JR.
J. CHRISTOPHER LOMBARDO
STEVEN V. BLOUNT

HURT L. SAUNDERS
OF COUNSEL
\*(HOMED CONTROL NEAL RELATE ATTORNEY)

Juno 26, 1996

Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Gentlemen:

Re: Certificate of Limited Partnership for Sunrise Equity Partners, Ltd.

Enclosed are the original and one copy of the Certificate of Limited Partnership for the referenced limited partnership together with a check in the amount of \$140.00 to cover the fees for filing. After filing the Certificate, please return the date-stamped copy to our office in Pelican Bay.

Should you have any questions, please feel free to contact me.

Sincerely,

Mark J. Woodward

Enclosures as stated

# PLEASE RESPOND TO:

# CERTIFICATE OF LIMITED PARTNERSHIP OF SUNRISE EQUITY PARTNERS, LTD

The undersigned General Partner hereby forms a limited partnership pursuant to and in accordance with the Florida Revised Uniform Limited Partnership Act (*Florida Statutes* § 620.101, et. seq.(1995)), as follows:

#### 1. Name:

The name of the limited partnership is Sunrise Equity Partners, Ltd. (the "Partnership").

# 2. Principal Office:

The principal office of the Partnership in the State of Florida is 5020 Tamiami Trail North, Suite 200, Naples, Florida 33940.

### 3. Registered Agent:

The name and address of the registered agent of the Partnership for service of process on the Partnership in the State of Florida is J. Christopher Lombardo, Woodward, Pires & Lombardo, P.A., 801 Laurel Oak Drive, Suite 640, Naples, Florida 33963.

#### 4. General Partner:

The name and address of the General Partner of the Partnership is as follows:

Equity Investments & Development, Inc. 5020 Tamiami Trail North, Suite 200
Naples, Florida 33940

# 5. Mailing Address:

The mailing address of the Partnership is 5020 Tamiami Trail North, Suite 200, Naples, Florida 33940.

Certificate of Limited Partnership of Smarke Equity Partners, Ltd dated May, 22, 1996

6. Dissolution:

Janga Bluear Michelle of Orgo

The latest date upon which the Partnership will dissolve is December 31, 2005?

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership as of this 22 day of May, 1996.

WITNESSES

GENERAL PARTNER:

Equity Investments & Development, Inc.

By: S. Charles Bennett, II as President

# AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Equity Investments & Development, Inc. the general partner of Sunrise Equity Partners, Ltd, a Florida Limited Partnership, (the "Partnership") who, upon being sworn, certified as follows:

<ol> <li>The amount of the Initial capital contribution of the Hmited partner is \$1,000.0</li> </ol>	•	The amount of the	Initial capital	contribution of	the limited	partner is \$1,000.0
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The total anticipated amount of the capital contribution of the limited pagmer is

Sworn to and certified this 29 day of May, 1996.

FURTHER AFFIANT SAYETH NAUGHT.

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:

Equity Investments & Development, Inc.

S. Charles Bennett, III

STATE OF FLORIDA COUNTY OF COLLIER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county aforementioned to take acknowledgments, personally appeared S. Charles Bennett, III, President, Equity Investments and Development, Inc. a Florida Corporation who himself to me by producing his driver's license identified (# <u>Outstandle</u>) and is known to me to be the person described in and who executed the foregoing instrument on behalf of the Partnership before me on this <u>29</u> day of May, 1996, and acknowledged before me that he executed same freely and voluntarily and for the uses and purposes expressed therein.

Affidavit of Capital Contributions of Sunrise Equity Partners, Ltd dated May 29,"1996

WITNESS my hand and official scal in the county and state last aforesaid this 29" day of May, 1996.

My commission expires: (SEAL)

JOSSELYN R. JOHNSON MY COMMISSION # CC 509250 EXPIRES: November 18, 1999 Sonded Thru Notary Public Underwitters NOTARY PUBLIC

MITCHARY PUBLIC

(Printed Rotar Name)

# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statute § 620.192, (1995), the following is submitted:

Sunrise Equity Partners, Ltd, desiring to organize as a limited partnership under the laws of the State of Florida, has designated 801 Laurel Oak Drive, Suite 640, Naples, Florida 33963, as its initial registered office and has named J. Christopher Lombardo, of Woodward, Pires & Lombardo, P.A., 801 Laurel Oak Drive, Suite 640, Naples, Florida 33963, as its initial Registered Agent.

#### GENERAL PARTNER:

Equity Investments & Development, Inc.

By: S. Charles Bennett, III

as President Dated: May 29 10742,

Having been named Registered Agent for the above stated Limited Partnership, at the designated Registered office, the undersigned hereby accepts said appointments and agrees to comply with the provisions of *Florida Statute* § 620.192 (1995), relative to keeping open said office.

REGISTERED AGENT:

Woodward, Pires & Lombardo, P.A.

By: J. Christopher Lombardo

Dated: Any of the