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PHENIBLING TO SERVICE ACCOUNT NO. 1 072100000032

REFERENCE : 031488 4381472

AUTHORIZATION: Paturea Pyrat

COST LIMIT : \$ 140.00

ORDER DATE : July 25, 1996

ORDER TIME : 9:40 AM

ORDER NO. : 031488

CUSTOMER NO: 4381472

CUSTOMER: Ms. Laurie Bergstresser

BROAD AND CASSEL

390 N. Orange Avenue

Suite 1100

Orlando, FL 32801

#### DOMESTIC\_FILING

NAME:

CED STERLING HOUSING PARTNERS,

LTD.

## EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX\_\_\_\_ CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

By( :

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# CERTIFICATE OF LIMITED PARTNERSHIP

OF

# CED STERLING HOUSING PARTNERS, LTD.

Purmuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting all of the general partners of CED STERLING HOUSING PARTNERS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

- 1. The name of the Partnership shall be CED STERLING HOUSING PARTNERS, LTD.
- 2. The address of the office where records shall be kept shall be 2200 Lucien Way, Suite 450, Maitland, Florida 32751. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.
- 3. The name and business address of the sole general partner is:

74400 CED Capital Holdings VI, Ltd., a Florida limited partnership 2200 Lucien Way, Suite 450 Maitland, Florida 32751

- 4. The mailing address of the limited partnership is 2200 Lucien Way, Suite 450, Maitland, Florida 32751.
- 5. The latest date upon which the Partnership is to dissolve shall be December 31, 2046.

This Certificate has been executed by the undersigned this day of \_\_\_\_\_\_\_, 1996.

# GENERAL PARTNER:

CED CAPITAL HOLDINGS VI, LTD., a Florida limited partnership

By: CED Construction, Inc., its Managing General Partner

By: Some Some Some Donna D. Pepper Vice President

# ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for CED STERLING HOUSING PARTNERS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that the undersigned is familiar with its statutory obligations as such.

B&C Corporate Services of Central Florida, Inc.,

Randal M. Alligood, its Vice President

Dated this 22nd day of July , 1996.

### AFFIDAVIT

OF

#### CAPITAL CONTRIBUTION

The underaigned being the sole general partner of CED STERLING HOUSING PARTNERS, LTD., and being duly sworn does hereby set fortithe following for the purposes of accompanying the filing of the Certificate of Limited Partnership of CED STERLING HOUSING PARTNERS, LTD. with the Florida Department of State, as required by Section 620.108, Florida Statutes.

The amount of the capital contributions of the limited partner as of the date hereof is \$50.00 and no further capital contributions from the limited partner are reasonably anticipated at this time.

Pated this 22 day of 96, 1996.

# GENERAL PARTNER:

CED CAPITAL HOLDINGS VI, LTD., a Florida limited partnership

By: CED Construction, Inc., its Managing General Partner

By: O. Pepper,
Vice President

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this <u>Advid</u> day of \_\_\_\_\_\_, 1996, by Donna D. Pepper, as Vice President of CED Construction, Inc., Managing General Partner of CED Capital Holdings VI, Ltd.

Motary Public A. Huntley

My Commission Expires: Print, type or stamp name

WANDAL HUNTLEY

Ponded By Service Ins No. CC512382

« Comm Exp. 11/28/99