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LOWNDES DROSDICK DOSTER KANTOR & REED 215 North Hola Drive Post Office Box 2809 Orlando, Plorida 32802-2809 Telephone (407) 843-4600 Telecopier (407) 423-4495

Attorneys at Law

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DATE: August 26, 1996

TO: ATTENTION THERESA: DIVISION OF CORPORATIONS-ELECTRONIC PROCESSING

COMPANY: FLORIDA DEPARTMENT OF STATE

TELECOPIER NO: (904) 922-4000 TELEPHONE NO: (904) 487-6900

FROM: PATTIE M. CALLAHAN, LEGAL ASSISTANT TO LORAN A. JOHNSON

TELECOPIER NO: (407) 423-4495 TELEPHONE NO: (407) 843-4600

TOTAL NUMBER OF PAGES, INCLUDING THIS ONE: 6

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Thank you,

MATTER NO: 50012

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ATTY NO: 151

CLIENT NO: 014603 SENEPP/I & R INVEST/LP

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CERTIFICATE OF LIMITED PARTMERSHIP

The undersigned, hereby makes, acknowledges and files with the Secretary of State of the State of Florida, this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

- 1. NAME OF PARTMERSEIP. The name of the partnership shall be J & R INVESTMENTS OF ORLANDO, LTD.
- 2. LOCATION OF PRINCIPAL PLACE OF EVENNESS. The principal place of business of the partnership shall be located at 400 East South Street, Suite 500, Orlando, Florida 32801, or at such other place or places as the General Partner shall from time to time determine.
- 3. MANG AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS.
 Timothy J. Manor, 215 North Eola Drive, Orlando, Florida 32801.
 - J & R INVESTMENTS OF ORLANDO, INC. 4960000 11815
 400 East South Street, Suite 500
 Orlando, Florida 32801
 - 5. MAILING ADDRESS OF THE LINITED PARTIERSELP.

400 East South Street, Suite 500 Orlando, Florida 32801

6. The partnership shall be dissolved on December 31, 2036 unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the partnership. This document was prepared by:

284042/CALLAHPM

Loran A. Johnson, Esq.

H96000011885

Fiorida Sur Number: 339350
Linvindae, Drosdick, Dostor, Kantor & Reed, P.A.
P. O. Sox 2909

Orlando, Florida 32802-2809 (407) 843-4500

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SENT BY:L D O K & R

X96000011885

EXECUTED this 26th day of August, 1996.

J & R INVESTMENTS OF ORLANDO, INC., Sole General Partner

Robert A. Bourne, President

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APPIDAVIT OF LIMITED PARTMERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.108, the undersigned, after first being duly sworn, deposes and says that the capital contributions of the Limited Partners of J & R INVESTMENTS OF ORLANDO, LTD. are \$750.00. The anticipated amount of additional capital contributions of the limited partners is \$0.

Under certain circumstances the Limited Partners may be required in the future to make additional capital contributions to the Partnership.

EXECUTED this 26th day of August, 1996.

J & R INVESTMENTS OF ORLANDO, INC. . Sole General Partner

By: Bourne Procident

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SECRETARY OF STATE

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ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, Timothy J. Manor, accepts his designation as Registered Agent for J & R INVESTMENTS OF ORLANDO, LTD. and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.

EXECUTED this 26th day of August, 1996.

Pinothy U. Manor Registered Agent

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SECRETARY OF STATE