

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
(904-222-0911)
(904-222-0911) FAX

800-342-8086

A96000001650



PRIENT HALL
FIDELITY & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 060403 9616A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 21, 1996

ORDER TIME : 9:58 AM

ORDER NO. : 060403

CUSTOMER NO: 9616A

CUSTOMER: Ms. Susan C. Despres
SMOOT ADAMS EDWARDS & GREEN
P.A.
One University Park, Suite 200
12800 University Drive
Ft. Myers, FL 33907

TAX
FILING 17.50.00
AGENT FEE 25.00
COPY 51.50
TOTAL 1837.50

200001944092
-09/11/96--01028--025
***1837.50 ***1837.50

DOMESTIC FILING

V. BARK
BALANCE DUE
REFUND

NAME: LPI WETLAND MITIGATION B
LTD.

RESUBMIT

EFFECTIVE DATE:

Please give original
submission date as file date.

ARTICLES OF INCORPORATION
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

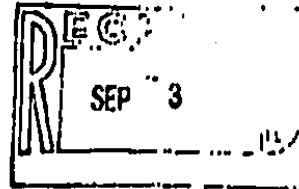
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 21 PM 1:04

RECEIVED
96 AUG 21 AM 10:46
DIVISION OF CORPORATIONS



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350



August 27, 1996

Samuel J. Hagan
Smoot, Adams, Edwards & Green, P.A.
Attorneys at Law
Post Office Box 60280
Ft. Myers, FL 33906-0280

Dear Mr. Hagan:

Re: "LPI Wetland Mitigation Bank, Ltd."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name. It is the opinion of this Department that your name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the State of Florida.

Sincerely,

Wm. Douglas Johnson
Assistant Director
Division of Banking
Suite 1401, The Capitol
Tallahassee, FL 32399-0350
(904) 488-1111

:kr

cc: Karon Beyer, Chief
Bureau of Corporate Records
Division of Corporations
Secretary of State's Office

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 AUG 21 PM 1:04

ATTACH

**LPI WETLAND MITIGATION BANK, LTD.
CERTIFICATE OF LIMITED PARTNERSHIP**

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 AUG 21 PM 1:10

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certifies as follows:

1. **Name of Limited Partnership.** The name of the Limited partnership is LPI Wetland Mitigation Bank, Ltd.

2. **Office for Maintenance of Business Records.** The address of the office at which the records of the Limited Partnership will be kept, as required by Florida Statutes Section 620.106, is 12800 University Drive, Suite #675, Fort Myers, Florida 33907.

3. **Agent for Service of Process.** The name and address of the Partnership's agent for service of process in Florida is Raymond A. Pavelka, 12800 University Drive, Suite #675, Fort Myers, Florida 33907.

4. **General Partner.** The name and business address of the General Partner of the Limited Partnership is Mariner Properties Development, Inc., 12800 University Drive, Suite #675, Fort Myers, Florida 33907. 12800 UNIVERSITY DRIVE

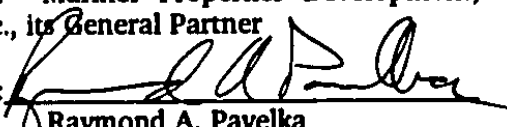
5. **Address of Partnership.** The mailing address of the Limited Partnership is 12800 University Drive, Suite #675, Fort Myers, Florida 33907.

6. **Date of Dissolution.** The latest date on which the Limited Partnership is to dissolve is December 31, 2026.

Dated: August 20, 1996
Fort Myers, Florida

LPI Wetland Mitigation Bank, Ltd.

By: Mariner Properties Development,
Inc., its General Partner

By: 
Raymond A. Pavelka
Its: President

**LPI WETLAND MITIGATION BANK, LTD.
AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

FILED STATE
SECRETARY OF CORPORATIONS
96 AUG 21 PM 1:00
DIVISION OF CORPORATIONS

The undersigned, who is the sole General Partner of LPI Wetland Mitigation Bank, Ltd. declares that the capital contributions of all the Limited Partners in the Partnership is as follows:

1. Mariner Properties Development, Inc., as a limited partner, has made capital contributions in the amount of \$10.00

2. It is anticipated that the Limited Partners will make additional capital contributions in the future in the amount of one million dollars (\$1,000,000.00).

Dated: August 20, 1996
Fort Myers, Florida

LPI Wetland Mitigation Bank, Ltd.

By: Mariner Properties Development,
Inc., its General Partner

By: [Signature]
Raymond A. Pavelka
Its: President

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 20TH day of AUGUST, 1996 by Raymond A. Pavelka, as President of Mariner Properties Development, Inc., the General Partner of LPI Wetland Mitigation Bank, Ltd., a Florida limited partnership, on behalf of the partnership. He is personally known to me or has produced _____ as identification.

NOTARY RUBBER STAMP SEAL
OR EMBOSSED SEAL

OFFICIAL NOTARY SEAL
LYNN A SWEYER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC237193
MY COMMISSION EXP. NOV. 8 1996

[Signature]
Notary Public, State of Florida

LYNN A. SWEYER

Printed Name

CC 237193

Commission No.

11-8-96

Commission
Expiration

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for LPI Wetland Mitigation Bank, Ltd., a Florida limited partnership, at 12800 University Drive, Suite #675, Fort Myers, Florida 33907, 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.


Raymond A. Pavelka, Registered Agent

Date: August 20, 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG 21 1996