

1201 HAYS STREET  
TALLAHASSEE, FL 32309-2607

800-342-8086

A96000001797



**networks**

PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : D1072100000032  
REFERENCE : 101085 7112920

96 SEP 27 AM 11:28  
RECEIVED

AUTHORIZATION :

COST LIMIT : \$87.50

ORDER DATE : September 27, 1996

ORDER TIME : 10:07 AM

ORDER NO. : 101085

CUSTOMER NO: 7112920

700001958777

CUSTOMER: Ms. Wanda Hendricks  
WOODWARD PIRES AND LOMBARDO

Suite 640  
801 Laurel Oak Drive  
Naples, FL 34108

DOMESTIC FILING

NAME: GB 200, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XXXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 27 PM 1:30

9/27/96  
BKL

CERTIFICATE OF LIMITED PARTNERSHIP

OF

GB 200, LTD.

FILED STATE  
SECRETARY OF CORPORATIONS  
96 SEP 27 PM 1:30

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

1. Name.

The name of the limited partnership (the "Partnership") is GB 200, LTD.

2. Principal Office.

The principal office of the Partnership in the State of Florida is 801 Laurel Oak Drive, Suite 640, Naples, Florida 34108.

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 Mark J. Woodward, 801 Laurel Oak Drive, Suite 640, Naples, Florida 34108.

4. General Partner.

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

GB 200, Inc. P46000072741  
4001 Tamiami Trail North, Suite 350  
Naples, Florida 34103

5. Mailing Address.

The mailing address of the Partnership is 801 Laurel Oak Drive, Suite 640, Naples, Florida 34108.

6. Dissolution.

The latest date upon which the Partnership will dissolve is October 31, 2016.

IN WITNESS WHEREOF, the undersigned has duly executed this  
Certificate of Limited Partnership as of the ~~25th~~ day of ~~August~~  
1996. *September*

GENERAL PARTNER:

GB 200, Inc.

By:

*Aubrey J. Ferrao*  
Aubrey J. Ferrao, Director  
and Sole Shareholder

96 SEP 21 PM 1:30  
DIVISION OF CORPORATIONS  
FEDERAL BUREAU OF INVESTIGATION

CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 SEP 27 PM 1:30

In compliance with Florida Statutes Section 620.192, the following is submitted:

GB 200, 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 34108, as its initial Registered Office and has named Mark J. Woodward, located at said address as its initial Registered Agent.

GB 200, Inc.  
General Partner

By: Aubrey J. Ferrao  
Aubrey J. Ferrao, Director  
and Sole Shareholder

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 620.192 relative to keeping open said office.

By: Mark J. Woodward  
Mark J. Woodward  
Registered Agent

Date: 8/22/96

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared AUBREY J. FERRAO, Director and Sole Shareholder of GB 200, Inc., a Florida corporation, constituting the sole general partner of GB 200, Ltd, a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certified as follows:

1. The amount of capital contributions of the limited partners is \$990.
2. The total anticipated amount of the capital contributions of the limited partners is \$990.

This 25th day of September, 1996.

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.

General Partner:

GB 200, Inc.

By: Aubrey J. Ferrao

Aubrey J. Ferrao, Director  
and Sole Shareholder

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before this 25th day of September, 1996, by Aubrey J. Ferrao, Director and Sole Shareholder of GB 200, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced a driver's license (# \_\_\_\_\_) as identification and did take an oath.

Wanda L. Hendricks  
Print Name: \_\_\_\_\_

Notary Public

Commission No. \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

OFFICIAL NOTARY SEAL  
WANDA L. HENDRICKS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC564308  
MY COMMISSION EXP. JULY 5, 2000

(SEAL)

*Woodward, Pires & Lombardo, P.A.*  
ATTORNEYS-AT-LAW

CRAIG R. WOODWARD\*  
MARK J. WOODWARD  
ANTHONY P. PIRES, JR.  
J. CHRISTOPHER LOMBARDO  
STEVEN BLAUNT  
RUSSEL M. LAZEGA  
HURT L. SAUNDERS  
OF COUNSEL  
\*(BOARD CERTIFIED REAL ESTATE ATTORNEY)

A96000001797

January 29, 1997

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

000002090780--4  
-02/18/97--01094--007  
\$\$\$52.50 \$\$\$52.50

Gentlemen:

Re: Articles of Amendment for GB 200, Ltd.

Enclosed are the original and one copy of the Articles of Amendment for the referenced corporation together with a check in the amount of \$52.50 to cover the fees for filing the Articles. After filing, please return a date-stamped copy to our office.

Should you have any questions, do not hesitate in contacting me.

Sincerely,

*Wanda L. Hendricks*

Wanda L. Hendricks, Sec'y  
for Mark J. Woodward

Enclosures as stated

FILED  
97 FEB 12 PM 12:15  
TALLAHASSEE, FLORIDA

Name	A96000001797
Availability	
Document	
Exempt	
Ver	
Acknowledgement	
W. P. Verifier	000

52.50
FEE
BALANCE DUE
REFUND

PLEASE RESPOND TO: NAPLES

AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
GB 200, LTD.

This amendment to the Limited Partnership Agreement, made this 23rd day of January, 1997, by Aubrey J. Ferrao, President of GB 200, Inc., ("General Partner") and Aubrey J. Ferrao ("Limited Partner"):

WITNESSETH:

The parties agree to amend the original Certificate of Limited Partnership, filed September 27, 1996, under Document No. A96000001797 assigned by the Department of State on September 27, 1996, as follows:

As to ARTICLE I - Name: The name of the business will be changed from:

GB 200, Ltd.

to:

Gulf Bay 200, Ltd.

The principal office address and the address of the General Partner shall remain the same, i.e., the principal office at 801 Laurel Oak Drive, Suite 640, Naples, FL 34108, and the General Partner at 4001 Tamiami Trail North, Suite 350, Naples, FL 34103.

IN WITNESS WHEREOF, we, and each of us, have signed this Amendment to the Certificate of Limited Partnership this 23rd day of January, 1997.

GB 200, Inc., a Florida corporation, General Partner

By: Aubrey J. Ferrao  
Aubrey J. Ferrao, President  
and not individually

Limited Partner:

Aubrey J. Ferrao

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 23rd day of January, 1997, by AUBREY J. FERRAO, as the Limited Partner and as President of GB 200, Inc., General Partner. He is personally known to me or has produced a driver's license (# \_\_\_\_\_) as identification and did not take an oath.

Mark J. Woodman  
Print Name: \_\_\_\_\_  
Notary Public  
Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_