

A 96000001848



September 26, 1996

Secretary of State
Florida Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: ZOM Gateway, Ltd.

Dear Sir or Madam:

With regard to the above-referenced limited partnership, I am enclosing herewith the following items:

1. Original and one signed copy of Certificate of Limited Partnership.
2. Original and one signed copy of Affidavit of Capital Contributions.
3. Original and one signed copy of Acceptance of Registered Agent.
4. Check in the amount of \$1,855.00 representing the following:

800001960608
-10/01/96 --01070 --003
***1855.00 ***1855.00

a.	Filing Fee	\$1,750.00
b.	Certified Copy of Certificate	52.50
c.	Filing of Acceptance of Reg. Agent	35.00
d.	Two (2) Certificates of Good Standing	17.50

TOTAL: \$1,855.00

Please file the Certificate and return the certified copy and the Certificate of Good Standing to the undersigned as soon as possible.

FILED
96 SEP 30 11:31 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	If there are any problems or questions concerning this matter, please do not hesitate to contact me.
Availability	
Document	Sincerely,
Examiner	
Signature	ZOM PROPERTIES, INC.
Updater	
Updater	Anke Backer
Verifier	
Acknowledged	Partnership Administrator
W. P. Verifier	Forms/SecState-C

TC
\$7,499,00.00

A 96000001848

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
ZOM GATEWAY, LTD.**

The undersigned, being the General Partner of ZOM Gateway, Ltd., a Florida limited partnership, does hereby execute this Certificate, and hereby affirms, under penalty of perjury, that the facts stated hereinbelow are true:

1. The name of the limited partnership is:

ZOM GATEWAY, LTD.

2. The address of the record keeping office of the limited partnership is:

2269 Lee Road, Winter Park, Florida 32789

3. The name and address of the agent for service of process on the limited partnership is:

Eric F.J. Boschmans
2269 Lee Road
Winter Park, FL 32789

4. The name and business address of the General Partner is:

ZOM Properties, Inc.
2269 Lee Road
Winter Park, FL 32789

613657

FILED
96 SEP 30 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5. The mailing address for the limited partnership is:

ZOM Gateway, Ltd.
2269 Lee Road
Winter Park, FL 32789

6. The latest date upon which the limited partnership is to dissolve is:

December 31, 2021

ZOM PROPERTIES, INC.

By: _____

Samuel C. Stephens, III
President

(CORPORATE SEAL)

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared SAMUEL C. STEPHENS, III, as President of ZOM PROPERTIES, INC., the General Partner of ZOM GATEWAY, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," whom, upon being sworn, certified as follows:

1. The amount of the initial capital contribution of the original limited partner is \$10.00.
2. The anticipated amount of additional capital contributions of the limited partners is \$7,499,000.

This 23rd 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:
ZOM PROPERTIES, INC.

By: [Signature]
Samuel C. Stephens, III
President

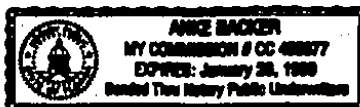
FILED
96 SEP 30 PM 3:15
SECRETARY OF STATE
ALABAMA, FLORIDA
(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF ORANGE
DATE 9/23/96

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared SAMUEL C. STEPHENS, III, as President of ZOM PROPERTIES, INC. (General Partner) known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions and who acknowledged to me and before me that he executed this Affidavit as General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23rd day of September, 1996.

[Signature]
Notary Public
My Commission Expires: 1-26-99



ACCEPTANCE OF REGISTERED AGENT

I, ERIC F. J. BOSCHMANS, having a business address of 2269 Lee Road, Winter Park, Florida 32789, do hereby accept my appointment as Registered Agent of ZOM GATEWAY, LTD., a Florida limited partnership.


ERIC F. J. BOSCHMANS

Date: 9/24/96, 1996

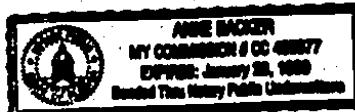
ACKNOWLEDGEMENT

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, this 23rd day of September, 1996, personally appeared ERIC F. J. BOSCHMANS, who, being duly sworn, deposes and says that he is the Registered Agent of ZOM GATEWAY, LTD., a Florida Limited Partnership.



NOTARY PUBLIC
State of Florida at Large



My Commission Expires: 1-26-99

FILED
96 SEP 30 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A96000001848

August 12, 1997

Via Certified Mail

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399



Dear Sir or Madam:

Please note the following new mailing address as of September 5, 1997

1950 Summit Park Drive
Suite 300
Orlando, FL 32810

Phone: (407) 644-6300
Fax: (407) 475-0897

for the following eighteen (18) limited partnerships:

ZOM Airport Arbors, Ltd.
ZOM Amberly, Ltd.
ZOM Bayside Arbors, Ltd.
ZOM Tampa Fletcher, Ltd.

ZOM Bayard, Ltd.
ZOM Curry Ford, Ltd.
ZOM Fells Cove, Ltd.
ZOM Gateway, Ltd.
ZOM Lake Bennet, Ltd.
ZOM Osceola Commercial, Ltd.
ZOM Placid Lake, Ltd.
ZOM Pasco Hills, Ltd.
ZOM Ponkan Road, Ltd.
ZOM Seminole Interstate, Ltd.
ZOM Town and Country, Ltd.
ZOM Wekiva Park, Ltd.
ZOM Young Pine, Ltd.

Kindly adjust your records accordingly. Should you have any questions, please contact the undersigned or Mrs. Anke Backer, Partnership Administrator.

The undersigned holds the offices of Executive Vice President, Secretary and Treasurer for ZOM PROPERTIES, INC., general partner for all of the above partnerships.

Sincerely,

ZOM PROPERTIES, INC.

A handwritten signature in ink, appearing to read "Eric F. J. Boschmans".

Eric F. J. Boschmans
Executive Vice President

KS 8/20

F:\ANKE\WPT\TEXT\ANKE\address notification corporations.doc