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#### CTC INVESTMENTS II LIMITED

### CERTIFICATEOF LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the Florida Revised Partnership Act (1986), Part I, Chapter 620, Florida Statutes (the "Act"), does hereby certify as follows:

1. Name. The name of the limited partnership is as follows:

#### CTC INVESTMENTS II LIMITED

2. Address. The mailing address for the limited partnership is as follows:

9428 Baymeadows Road Suite 112 Jacksonville, Florida 32256

3. Registered Agent. The name and address of the limited partnership's: (i) agent for service of process and office, required to be maintained by Section 620.105 of the Act, and (ii) registered agent and registered office, required to be maintained by Section 620.192 of the Act, is as follows:

Thomas F. Beeckler 9428 Baymeadows Road Suite 112 Jacksonville, Florida 32256

4. General Partner. The name and business address of the general partner of the limited partnership is as follows:

CTB Investments, Inc.
9428 Baymeadows Road
Suite 112
Jacksonville, Florida 32256

- 5. <u>Termination</u>. The latest date upon which the limited partnership is to dissolve is December 31, 2016.
- 6. <u>Capital Contributions</u>. An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is attached hereto.

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WHEREFORE, this Certificate has been executed by the general partner of the limited partnership in accordance with Section 620.114 of the Act this day of October, 1996.

CTB INVESTMENTS, INC.

By: Reckler
Its President

STATE OF FLORIDA COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 28 day of October, 1996, by Thomas F. Beeckler, the President of CTB Investments, Inc., a Florida corporation, on behalf of the corporation. Mr. Beeckler is personally known to me, or has produced his Florida driver's license as identification.

Votary Public, State of Filorida

Print Name Lave A. Barker

My Commission Expires: Feb 15, 1997
My Commission Number is: cc 439151

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### CTC INVESTMENTS II LIMITED

# ACCEPTANCEOF DESIGNATION AS REGISTERED AGENT AND AGENT FOR SERVICE OF PROCESS

The undersigned, having been designated the Agent for Service of Process, pursuated to Section 620.105, Florida Statutes, and Registered Agent, pursuant to Section 620.192, Florida Statutes, of CTCINVESTMENTSII LIMITED, a limited partnership to be formed concurrently herewith under the Florida Revised Uniform Limited Partnership Act (1986), does hereby accept such designation and the obligations provided for in Section 620.105 and 620.192, Florida Statutes.

Thomas F. Beeckler

Dated: October 2 . 1996.

## AFFIDAVIT REGARDING CAPITAL CONTRIBUTIONS

The undersigned, being the general partner of CTC Investments II Limited (the "Partnership"), a limited partnership being formed under the Florida Revised Uniform Limited Partnership Act (1986), Part 1, Chapter 620, Florida Statutes (the "Act"), after being duly sworn hereby declare pursuant to Section 620, 108 of the Act, as follows:

- 1. That the capital contributions of the limited partners of the Partnership and the amount anticipated to be contributed by the limited partners of the Partnership at the present time is \$ \( \frac{153.267}{252.267} \).
- 2. That this Affidavit is being given pursuant to the requirements of Section 620.108 of the Act.

Dated: October 27, 1996.

CTB INVESTMENTS, INC.

Thomas F. Beeckler

Its President

STATE OF FLORIDA COUNTY OF DUVAL

The foregoing instrument was sworn to and subscribed before me this 29 day of October, 1996, by Thomas F. Beeckler, the President of CTB Investments, Inc., a Florida corporation, on behalf of the corporation. Mr. Beeckler is known to me or has produced his Florida driver's license as identification.

Notary Public, State-of-Florida

My Commission Expires: Few 15, 1999
My Commission Number is: 439151



