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TALLAHASSEE, FL 32301-2607  
904-222-9171  
904-222-1911 FAX

800-342-8086



PRESTICE HALL  
LEGAL & FINANCIAL SERVICES

# A96000002036

ACCOUNT NO. : 072100000032

REFERENCE : 141011 4326284

AUTHORIZATION :

100001996591--1  
-11/05/96--01154--009  
\*\*\*1837.50 \*\*\*1837.50

COST LIMIT : \$

ORDER DATE : November 1, 1996

ORDER TIME : 10:14 AM

ORDER NO. : 141011-005

CUSTOMER NO: 4326284

CUSTOMER: Loran A. Johnson, Esq  
LOWNDES, DROSDICK, DOSTER,  
KANTOR & REED  
215 N. Eola Drive

Orlando, FL 32801

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 NOV -1 PM12:25

## DOMESTIC FILING

NAME: SECOND SERIES INVESTORS, LTD

EFFECTIVE DATE:

☐ ARTICLES OF INCORPORATION  
☒ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS: *BS*

G. TAX  
FILING 1750.00  
R. AGENT FEE 35.00  
LTD C. COPY 52.50  
TOTAL 1837.50  
N. DAKA  
BALANCE DUE  
REFUND

RECEIVED  
96 NOV -1 PM12:18  
DIVISION OF CORPORATIONS

11/1/96

**CERTIFICATE OF LIMITED PARTNERSHIP**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV - 1 PM 12:25

The undersigned, hereby makes, acknowledges and files with the Secretary of State 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 PARTNERSHIP.** The name of the partnership shall be **SECOND SERIES INVESTORS, LTD.**

2. **LOCATION OF PRINCIPAL PLACE OF BUSINESS.** The principal place of business of the partnership shall be located at 5009 Park Central Drive, Orlando, Florida 32839 or at such other place or places as the General Partners shall from time to time determine.

3. **NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS.**

Loran A. Johnson, Esquire, 215 North Eola Drive, Orlando, Florida 32801.

4. **NAME AND BUSINESS ADDRESS OF EACH GENERAL PARTNER.**

896000015239  
A. **WOLCORP, INC.,** a Florida corporation  
5009 Park Central Drive  
Orlando, Florida 32839

B. **EPOCH PROPERTIES, INC.,** a Florida corporation  
359 Carolina Avenue  
Winter Park, Florida 32789  
370124

5. **MAILING ADDRESS OF THE LIMITED PARTNERSHIP.**

5009 Park Central Drive  
Orlando, Florida 32839

6. **TERM.** 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.

EXECUTED this 23<sup>rd</sup> day of October, 1996.

**GENERAL PARTNERS:**

WOLCORP, INC., a Florida corporation

By: [Signature]  
Henry Morton, President

EPOCH PROPERTIES, INC., a Florida corporation

By: [Signature]  
James H. Pugh, President

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**AFFIDAVIT OF LIMITED PARTNERS' 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 SECOND SERIES INVESTORS, LTD. are \$5,686,098.00. 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.

**SWORN AND SUBSCRIBED** as of the 23<sup>rd</sup> day of October, 1996.

Sworn and subscribed to  
before me by Henry Morton,  
President of Wolcorp, Inc.,  
a General Partner of  
Second Series Investors, Ltd.  
this 17 day of October, 1996.  
He is personally known  
to me, or produced \_\_\_\_\_

\_\_\_\_\_ as identification.

  
Notary Public

My Commission Expires:

REGINA L. SKELLEY

Notary Public, State of Florida

My comm. expires May 4, 1998

No. CC 366751

**GENERAL PARTNERS:**

**WOLCORP, INC.,** a Florida corporation

By:   
Henry Morton, President

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SECRETARY OF CORPORATIONS  
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Sworn and subscribed to  
before me by James H. Pugh, Jr.  
President of Epoch Properties, Inc.  
a General Partner of  
Second Series Investors, Ltd.  
this 23<sup>rd</sup> day of October, 1996.  
He is personally known  
to me or produced       

as identification.

Emily M. Cichon

Notary Public

My Commission Expires:



EMILY M CICHON  
My Commission CO432579  
Expires Mar 02, 1999  
Bonded by HAI  
R00-422-1565

EPOCH PROPERTIES, INC. a Florida  
corporation

By:       

James H. Pugh, President

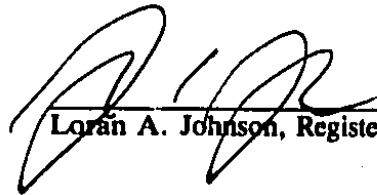
JR

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SECRETARY OF CORPORATIONS  
96NOV-1 PM12:25

**ACCEPTANCE OF REGISTERED AGENT**

THE UNDERSIGNED, Loran A. Johnson, accepts his designation as Registered Agent for SECOND SERIES INVESTORS, 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 31st day of October, 1996.



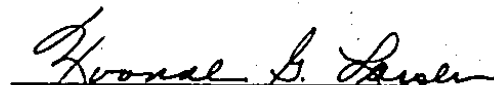
Loran A. Johnson, Registered Agent

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SECRETARY OF CORPORATIONS  
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STATE OF FLORIDA)  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared LORAN A. JOHNSON known to me to be the person who executed the foregoing Acceptance of Registered Agent. He is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 31st day of October, 1996.

  
Notary Public  
My Commission Expires:



YVONNE G. LARDEN  
MY COMMISSION # 00310017 EXPIRES  
October 1, 1997  
BONDED THROUGH TRISTAR INSURANCE, INC.