

Document Number Only

A97000000290

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name

TALLAHASSEE, FL 32301

Address

222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JAN 31 PM 4:04

All Right Investors, Ltd.

697A00005260

RECEIVED  
97 JAN 31 PM 2:44  
DIVISION OF CORPORATIONS

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☒ Amendment (LP)

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fictitious Name Filing

☒ Certified Copy

☐ Photo Copies

☐ CUS

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☐ After 4:30

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CR2E031 (1-89)

1/31

G. TAX	875.00
FILING	35.00
R. AGENT FEE	51.50
C. COPY	962.50
TOTAL	
N. BANK	
SALANCE DUE	
REFUND	

100002079261--9  
-02/05/97--01126--016  
\*\*\*\*857.50 \*\*\*\*857.50

100002079261--9  
-02/05/97--01126--017  
\*\*\*\*105.00 \*\*\*\*105.00

file 2/25

**AFFIDAVIT AND CERTIFICATE  
OF LIMITED PARTNERSHIP OF  
ALL REIT INVESTORS, LTD.  
A Florida Limited Partnership**

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DIVISION OF CORPORATIONS  
97 JAN 31 PM 4:04

The undersigned, desiring to form a limited partnership pursuant to the laws of the state of Florida, hereby certifies and declares as follows:

- (1) The name of the partnership is "ALL REIT INVESTORS, LTD.," a Florida limited partnership (the "Partnership").
- (2) The principal place of business and mailing address of the Partnership shall be 390 North Orange Avenue, Suite 600, Orlando, Florida 32801.
- (3) The name and street address of the agent for service of process is KP&L Services, Inc., 390 North Orange Avenue, Suite 600, Orlando, Florida 32801.
- (4) The name and mailing address of the general partner of the Partnership (the "General Partner") is the AREIT, INC., 390 N. Orange Avenue, Suite 600, Orlando, Florida 32801.  
91000010050
- (5) The latest date upon which the Partnership is to dissolve and liquidate is December 31, 2005.
- (6) The total present and anticipated contribution to the capital of the Partnership made by the limited partners is \$125,000.00.

**IN WITNESS WHEREOF**, the undersigned General Partner has executed this Affidavit and Certificate of Limited Partnership this 31st day of January, 1997.

**GENERAL PARTNER:**

AREIT, INC.

Signed in the presence of:

Mary J. Cavanaugh  
Soledad Hasan

By: Joseph R. Panzi  
Joseph R. Panzi, Vice President

**ACCEPTANCE OF APPOINTMENT**

The undersigned acknowledges and accepts its appointment as registered agent of **ALL REIT INVESTORS, LTD.**, a Florida limited partnership (the "Partnership"), and agrees to act in that capacity and to comply with the provisions of the Florida Limited Partnership Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts, the obligations of a registered agent appointed as provided for in Chapter 620 of the Florida Statutes.

Date: January 31, 1997

**KP&L SERVICES, INC.**

By: Joseph R. Panzi  
Joseph R. Panzi, President