



THE UNITED STATES
CORPORATION
COMPANY

A97000002242

ACCOUNT NO. : 072100000032

REFERENCE : 568734 9643A

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 1837.75

ORDER DATE : October 17, 1997

ORDER TIME : 9:51 AM

ORDER NO. : 568734-005

CUSTOMER NO: 9643A

CUSTOMER: Ms. Victoria M. Rogers
SACHS, SAX & KLEIN, P.A.

P. O. Box 810037

Boca Raton, FL 33481-0037

DOMESTIC FILING

NAME: FOX HILL, L.P.

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF CORPORATIONS
97 OCT 17 PM 4:07

200002323062--4

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97 OCT 17 AM 10:57
DIVISION OF CORPORATION

10/17/97
BHC



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 17, 1997

CHRISTOPHER SMITH
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: FOX HILL, L.P.
Ref. Number: W97000023725

RESUBMIT

Please give original
submission date as file date.

We have received your document for FOX HILL, L.P. and the authorization to debit your account in the amount of \$1837.50. However, the document has not been filed and is being returned for the following:

Florida doesn't accept the suffix "L.P." on Florida limited partnerships. Please use "LTD." or "LIMITED."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 997A00050777

487-6054
Tom.

LTD

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97 OCT 17 PM 3:29
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

FOX HILL, LTD.

a Florida limited partnership

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DIVISION OF CORPORATIONS
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The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law, as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is: **FOX HILL, LTD.**
2. The address of the office of the Partnership is 7947 Yorkshire Court, Boca Raton, Florida 33496.
3. The name and address of the agent for service of process of the Partnership are: L. William Rudnick, 7947 Yorkshire Court, Boca Raton, Florida 33496.
4. The name and business address of the sole General Partner is as follows:

SRK-Fox Hill, Inc. P97000081430
7947 Yorkshire Court
Boca Raton, Florida 33496
5. The mailing address of the Partnership is: 7947 Yorkshire Court, Boca Raton, Florida 33496.
6. The latest date upon which the Partnership shall dissolve is December 31, 2047.
7. The effective date of this Certificate of Limited Partnership shall be upon filing.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner, of **FOX HILL, LTD.** this 16th day of October, 1997.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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General Partner:

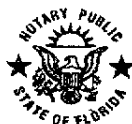
FOX HILL, LTD.

By: **SRK-Fox Hill, Inc.,**
a Florida corporation, General Partner

By: *L. William Rudnick*
L. William Rudnick
Vice President and Secretary

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me on this 16th day of October, 1997, by L. William Rudnick, Vice President and Secretary SRK-Fox Hill, Inc., General Partner of Fox Hill, L.P.



CELINE A HARRIS
My Commission CC442261
Expires Feb. 28, 1999
Bonded by HAI
800-422-1556

Celine A. Harris
Notary Public

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Fox Hill, LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of said Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT

L. William Rudnick
L. William Rudnick

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared L. William Rudnick, as Vice President and Secretary of SRK-Fox Hill, Inc., a Florida corporation, the General Partner of Fox Hill, Ltd. a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being duly sworn, certified as follows:

1. The amount of capital contribution to the Partnership made by the initial limited partner is \$2,800,000.
2. It is not anticipated that there will be any additional capital contributions made by the limited partner.


FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury, the undersigned declares that he has read the foregoing and that the facts alleged are true to the best of his knowledge and belief.

GENERAL PARTNER:

FOX HILL, LTD.

By: SRK-Fox Hill, Inc.,
a Florida corporation, General Partner

By: 
L. William Rudnick
Vice President and Secretary

STATE OF FLORIDA)

SS:

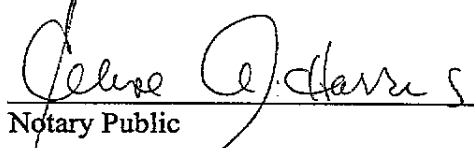
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared L. William Rudnick for the General Partner, known to be and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit on behalf of the General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the State and County aforesaid, this 16th day of October, 1997.



CELINE A. HARRIS
My Commission CC442261
Expires Feb. 28, 1999
Bonded by HAI
800-422-1555


Notary Public

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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