

Berry J. Walker Jr.
A97-000002418
 Requestor Name
235 S. Maitland Ave. Room 214
 Address
Maitland, FL 32751
 City/State/Zip Phone #

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 ***1671.25 ***1671.25

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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 07 MAY -5 PM 4:30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

A97-2418
RE 11-6

Name Availability *RE*
 Document Examiner *RE*
 Updater *RE*
 Updater Verifier *RE*
 Acknowledgement *RE*
 W. P. Verifier *RE*

Examiner's Initials	
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CERTIFICATE OF LIMITED PARTNERSHIP OF:

FOREST COVE AT THE TRAILS, LTD.,
A FLORIDA LIMITED PARTNERSHIP

The undersigned, desiring to form a partnership pursuant to the laws of the State of Florida, and being first duly sworn, does hereby certify as follows:

1. Name of Partnership. The name of the Partnership shall be FOREST COVE AT THE TRAILS, Ltd., a Florida limited partnership.

2. Nature of Business. The character of the business intended to be transacted by the Partnership is the ownership and development of certain real property located in Seminole County, Florida, being more particularly described as follows:

SEE THE ATTACHED EXHIBIT "1"

3. Principal Place of Business and Mailing Address. The principal place of business and the mailing address of the Partnership is 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751.

4. Term of Partnership. The Partnership shall commence on the date that the initial Certificate of Limited Partnership is duly filed with the State of Florida, Secretary of State, and shall continue in existence until terminated, liquidated, or dissolved by law or as provided in the Partnership Agreement.

5. General Partner. The name and address of the General Partner of the Partnership is as follows:

997-95262
FOREST COVE AT THE TRAILS, INC., a Florida corporation
235 Maitland Avenue South, Suite 216
Maitland, Florida 32751

6. Limited Partners. The names and addresses of the Limited Partners of the Partnership are as follows:

SEE THE ATTACHED EXHIBIT "2"

7. Limited Partner Contributions. The amount of cash and the description of, and the agreed value of, any other property contributed by each Limited Partner is as follows:

SEE THE ATTACHED EXHIBIT "3"

8. Additional Contributions by Limited Partners. No Limited Partner shall be obligated to make additional capital contributions to the Partnership beyond maintaining the amount of his or her initial capital contributions.

9. Percentage Interests of Limited Partners. The Limited Partners shall share in the profits and losses of the Partnership as follows:

SEE THE ATTACHED EXHIBIT "4"

10. Right of Substitution. The right of a limited partner to substitute an assignee as contributor in his or her place, and the terms and conditions of the substitution, which are more particularly set forth in the Partnership Agreement, are as follows:

a. A fully executed and acknowledged written instrument of assignment must be filed with the General Partner setting forth the intention of the assignor that the assignee become a limited partner in his or her place;

b. The assignor and the assignee must execute and acknowledge such other instruments as the General Partner may deem necessary or desirable to effect such admission, including the written acceptance and adoption by the assignee of the provisions of the Partnership Agreement and a written opinion of counsel that the assignment does not violate any provision of federal, state or local law, ordinance, rule or code section, or any provision of the Partnership Agreement;

c. A reasonable transfer fee shall have been paid to the Partnership; and

d. The written consent of the General Partner to the substitution must be obtained, the denial of which is in the sole and absolute discretion of the General Partner.

11. Admission of Additional Limited Partners. Under the terms of the Partnership Agreement, the General Partner has the right to admit additional limited partners in his sole discretion.

12. Right to Continue Business. The remaining general partner, or if none, all of the limited partners, may elect to continue the business of the Partnership on termination of the General Partner.

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TALLAHASSEE, FLORIDA

13. Registered Agent and Office. The street address of the initial registered office of this limited partnership is 235 Maitland Avenue South, Suite 216, Maitland, Florida 32751, and the name of the initial registered agent of this corporation at that address is Berry J. Walker, Jr., Esquire.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of the day and year first above written.

Connie Hanson
Witness Signature,
Print Name: Connie Hanson

FOREST COVE AT THE TRAILS,
INC., A FLORIDA CORPORATION:

By: Berry J. Walker, Jr.
BERRY J. WALKER, JR.
President

Barbara Lee Starks
Witness Signature
Print Name: Barbara Lee Starks

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 4th day of November, 1997, by BERRY J. WALKER, JR., as the president of FOREST COVE AT THE TRAILS, INC., A FLORIDA CORPORATION, the General Partner of FOREST COVE AT THE TRAILS, LTD., a Florida limited partnership, and who did take an oath and attest that the foregoing Certificate of Limited Partnership is true and correct.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification.

Connie Hanson
NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:



Connie Hanson
MY COMMISSION # CC680735
October 30, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
OCT NOV -5 PM 4:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. FOREST COVE AT THE TRAILS, LTD., A FLORIDA LIMITED PARTNERSHIP organizing under the laws of the State of Florida, with its principal office located at 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, has named Berry J. Walker, Jr., whose address is 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:


Berry J. Walker, Jr.

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 4th day of November, 1997, by BERRY J. WALKER, JR., who did take an oath.

Check One:

☒ He/she is personally known to me; or
☐ He/she has produced _____ as identification.


NOTARY PUBLIC

(typed-printed or stamped name of Notary)
My Commission Expires:



Connie Hanson
MY COMMISSION # CC680735 EXPIRES
October 30, 2001
BONDED THRU TROY FAIN INSURANCE

67 NOV -5 PM 4:30
FILED
CLERK OF DISTRICT COURT
STATE OF FLORIDA

EXHIBIT "1"

LEGAL DESCRIPTION OF PROPERTY

FILED

97 NOV -5 PM 4:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Exhibit "A"

A portion of the North 1/2 of the Northeast 1/4 of Section 31, Township 21 South, Range 35 East, Brevard County, Florida, being more particularly described as follows: Commence at the Northeast corner of said Section 31; thence North 89°44'49" West along the North line of Section 31 a distance of 1233.89 feet to a point lying on the Westerly Right-of-Way line of War Eagle Boulevard, a 100 foot Right-of-Way, and the point of Beginning of the herein described parcel; Thence South 20°03'08" East along said Westerly Right-of-Way line a distance of 1409.28 feet to a point lying on the North line of lands described in Official Records Book 888, Page 562 of the Public Records of Brevard County, Florida; Thence South 89°25'00" West along said North line and along the North line of lands described in Official Records Book 1159, Page 918, except lands described in Official Records Book 928, Page 317 of the Public Records of Brevard County, Florida, a distance of 799.95 feet to a point lying on the Easterly Right-of-Way line of Interstate Highway No. 95, a 100 foot Right-of-Way; Thence North 20°02'41" West along said Easterly Right-of-Way line a distance of 64.28 feet to the Southwest corner of lands described in Official Records Book 959, Page 193 of the Public Records of Brevard County, Florida; Thence North 69°29'35" East a distance of 100.00 feet; Thence North 20°02'41" West a distance of 25.00 feet; Thence South 69°29'35" West a distance of 100 feet to the said Easterly line of Interstate Highway No. 95; Thence North 20°02'41" West along said Easterly Right-of-Way line a distance of 491.00 feet to the Southwest corner of lands described in Official Records Book 959, Page 197 of the Public Records of Brevard County, Florida; Thence North 69°29'35" East a distance of 100.00 feet; Thence North 20°02'41" West a distance of 25.00 feet; Thence South 69°29'35" West a distance of 100.00 feet to the said Easterly Right-of-Way line of Interstate Highway No. 95; Thence North 20°02'41" West along said Easterly Right-of-Way line a distance of 462.00 feet to the Southwest corner of lands described in Official Records Book 959, Page 195 of the Public Records of Brevard County, Florida; Thence North 69°29'35" East a distance of 100.00 feet; Thence North 20°02'41" West a distance of 25.00 feet; Thence South 69°29'35" West a distance of 100.00 feet to the said Easterly Right-of-Way line of Interstate Highway No. 95; Thence North 20°02'41" West along said Easterly Right-of-Way line of Interstate Highway No. 95 a distance of 320.81 feet to a point of intersection with the North line of said Section 31; Thence North 89°44'49" East along said North line of Section 31 a distance of 19.75 feet; Thence South 52°27'47" East a distance of 119.57 feet; Thence North 70°12'13" East a distance of 219.21 feet to a point lying on said North line of Section 31; Thence North 89°44'49" East along said North line of Section 31 a distance of 446.49 feet to the Point-of-Beginning.

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TALLAHASSEE, FLORIDA

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EXHIBIT "2"

LIST OF LIMITED PARTNERS OF
FOREST COVE AT THE TRAILS, INC.,
A FLORIDA LIMITED PARTNERSHIP

<u>NAME OF LIMITED PARTNER</u>	<u>ADDRESS OF LIMITED PARTNER</u>
BERRY J. WALKER, JR. AND JANICE G. WALKER AS TENANTS BY THE ENTIRETIES	235 South Maitland Avenue Suite 216 Maitland, Florida 32751
BERRY J. WALKER, SR. AND JACKIE WALKER AS TENANTS BY THE ENTIRETIES	1633 S.E. 18th Avenue Ocala, Florida 34471
JAMES HUCKEBA	496 South Delaney Avenue Suite 406A Orlando, Florida 32801
BERRY J. WALKER, JR., TRUSTEE	235 South Maitland Avenue Suite 216 Maitland, Florida 32751
ELLIS HUNTER	P.O. BOX 1688 OCALA, FLORIDA 34478-1688
MARSHALL HUNTER	P.O. BOX 1688 OCALA, FLORIDA 34478-1688
FOREST COVE AT THE TRAILS, INC., A FLORIDA CORPORATION (GENERAL PARTNER)	235 South Maitland Avenue Suite 216 Maitland, FL 32751

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EXHIBIT "3"

CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
FOREST COVE AT THE TRAILS, LTD.,
A FLORIDA LIMITED PARTNERSHIP

<u>NAME OF LIMITED PARTNER</u>	<u>CAPITAL CONTRIBUTION</u>
BERRY J. WALKER, JR. AND JANICE G. WALKER AS TENANTS BY THE ENTIRETIES	Personal Guarantee of A&D Loan having an agreed value of \$25,000.00
BERRY J. WALKER, SR. AND JACKIE WALKER AS TENANTS BY THE ENTIRETIES	Personal Guarantee of A&D Loan and Architectural Services having an agreed value of \$25,000.00
JAMES HUCKEBA	\$50,000.00
ELLIS HUNTER	\$25,000.00
MARSHALL HUNTER	\$25,000.00
BERRY J. WALKER, JR. AS TRUSTEE	\$125,000.00
FOREST COVE AT THE TRAILS, INC., A FLORIDA CORPORATION (GENERAL PARTNER)	Services as General Partner

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TALLAHASSEE, FLORIDA

EXHIBIT "4"

PERCENTAGE OF OWNERSHIP BY LIMITED PARTNERS OF
FOREST COVE AT THE TRAILS, LTD.,
A FLORIDA LIMITED PARTNERSHIP

<u>NAME OF LIMITED PARTNER</u>	<u>PERCENTAGE INTEREST</u>
BERRY J. WALKER, JR. AND JANICE G. WALKER AS TENANTS BY THE ENTIRETIES	1 UNIT = 8.3333%
BERRY J. WALKER, SR. AND JACKIE WALKER AS TENANTS BY THE ENTIRETIES	1 UNIT = 8.3333%
JAMES HUCKEBA	2 UNITS = 16.6667%
BERRY J. WALKER, JR. AS TRUSTEE	5 UNITS = 41.6668%
ELLIS HUNTER	1 UNIT = 8.3333%
MARSHALL HUNTER	1 UNIT = 8.3333%
FOREST COVE AT THE TRAILS, INC., A FLORIDA CORPORATION (GENERAL PARTNER)	1 UNIT = 8.3333%

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of FOREST COVE AT THE TRAILS,
a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 225,000⁰⁰.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 225,000⁰⁰.

Signed this 4th day of NOVEMBER, 19 97.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.

General Partner

General Partner

General Partner

FOREST COVE AT THE TRAILS, INC.,
General Partner a Florida corporation

By: Berry J. Walker, Jr.
General Partner BERRY J. WALKER, JR.
PRESIDENT

General Partner

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97 NOV -5 PM 1:30
SECRETARY OF STATE
CLARK, S.E.