



A97000002437

ACCOUNT NO. : 072100000032

REFERENCE : 595001 4323655

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 10, 1997

ORDER TIME : 10:05 AM

ORDER NO. : 595001-005

CUSTOMER NO: 4323655

CUSTOMER: Katherine Russell, Legal Asst
ANNIS MITCHELL COCKEY EDWARDS
& ROEHN, P.A.
Suite 2100
One Tampa City Center
Tampa, FL 33602

FILED
97 NOV 10 PM 12:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

400002345814--0
-11/13/97--01023--003
***1793.75 ***1793.75

DOMESTIC FILING

NAME: RICHLAND LANCASTER LTD.

| | |
|---------------|---------|
| C. TAX FILING | 1782.00 |
| R. AGENT FEE | 35.00 |
| C. COPY | 8.25 |
| TOTAL | 1793.75 |
| N. BANK | |
| BALANCE DUE | |
| PAID | |

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

RECEIVED
97 NOV 10 AM 11:35
DIVISION OF CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

11/10/97
KCC

CERTIFICATE OF LIMITED PARTNERSHIP OF
RICHLAND LANCASTER, LTD.

FILED
97 NOV 10 9 12: 37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby executes and swears to this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida:

1. Name of Partnership. The name of the Partnership shall be RICHLAND LANCASTER, LTD.

2. Address of Recordkeeping Office; Agent for Service of Process. The records to be kept pursuant to Florida Statute Section 620.106 shall be located at 4830 West Kennedy Boulevard, Suite 740, Tampa, Florida 33609. The name of the Partnership's agent for service of process at said address is Dale A. West.

3. Name and Business Address of the General Partner. The name and address of the General Partner is as follows:

| <u>Name</u> | <u>Address</u> |
|---|--|
| Urban Properties of California, Inc. | 4830 W. Kennedy Boulevard Suite 740 Tampa, Florida 33609 |

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4. Mailing Address for the Limited Partnership. The mailing address for the Limited Partnership shall be located at 4830 West Kennedy Boulevard, Suite 740, Tampa, Florida 33609.

5. Term. The term for which the Partnership is to exist shall be thirty (30) years from the filing of this Certificate in the Office of the Secretary of State of the State of Florida, unless sooner terminated in accordance with the Limited Partnership Agreement for RICHLAND LANCASTER, LTD.

DATED this 7th day of November, 1997.

GENERAL PARTNER:

URBAN PROPERTIES OF CALIFORNIA, INC.,
a Florida corporation

By: Dale A. West
Dale A. West, Vice President

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 7th day of November, 1997, by Dale A. West, as Vice President of Urban Properties of California, Inc., a Florida corporation. He is personally known to me or has produced _____ as identification.



Michelle M Hacek
NOTARY PUBLIC
Name: *Michelle M Hacek*
Serial No.: *CC 593299*
My Commission Expires: *11/16/00*

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Limited Partnership, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dale A. West
Dale A. West

2527-001-0460268.01

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TALLAHASSEE FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

I, Dale A. West, being the Vice President of Urban Properties of California, Inc., a Florida corporation, the sole general partner of RICHLAND LANCASTER, LTD., a Florida limited partnership (hereinafter referred to as the "Partnership"), upon being sworn, do hereby certify as follows:

1. The limited partner has contributed \$ 250,000 of capital to the Partnership.

2. It is anticipated that an additional \$ 0 shall be contributed by the limited partner in the future.

This 7th day of November, 1997.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

FILED
97 NOV 10 PM 3:38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GENERAL PARTNER:

URBAN PROPERTIES OF CALIFORNIA, INC.,
a Florida corporation

By: Dale A. West
Dale A. West, Vice President

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 7th day of November, 1997, by Dale A. West, as Vice President of Urban Properties of California, Inc., a Florida corporation. He is personally known to me or has produced n/a as identification.

NANCY E. ENDERLEIN
Notary Public, State of Florida
My Comm. Expires June 19, 1998
No. CC 376675
Bonded thru Official Notary Service

Nancy E. Enderlein
NOTARY PUBLIC
Name: Nancy E. Enderlein
Serial No.: CC 376675
My Commission Expires: 6/19/98