



THE UNITED STATES CORPORATION COMPANY

A97000002464

ACCOUNT NO. : 072100000032

REFERENCE : 599588 145437A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED 97 NOV 13 PM 12:39 SECRETARY OF STATE TALLAHASSEE FLORIDA

ORDER DATE : November 13, 1997

ORDER TIME : 10:13 AM

ORDER NO. : 599588-005

CUSTOMER NO: 145437A

CUSTOMER: Dawn Lemons, Tax Manager RICHLAND PROPERTIES

700002350667--1 -11/18/97--01065--002 ***1793.75 ***1793.75

Suite 740 4830 West Kennedy Boulevard Tampa, FL 33609

DOMESTIC FILING

NAME: OAKVILLE RESERVE, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY XX PLAIN STAMPED COPY XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS: BK

G. TAX	
FILING	1750.00
R. AGENT FEE	35.00
C. COPY	8.75
TOTAL	\$1,793.75
N. BANK	
BALANCE DUE	
DEFUND	

RECEIVED 97 NOV 13 AM 11:38 SECRETARY OF CORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP OF
OAKVILLE RESERVE, LTD.

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 OAKVILLE RESERVE, 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

89500000503

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 OAKVILLE RESERVE, 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

FILED
NOV 13 1997
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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

2527-001-0460419.01

FILED
97 NOV 13 PM 12:39
SECRETARY OF STATE
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 OAKVILLE RESERVE, 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 foregoing and that the facts alleged are true, to the best knowledge and belief.

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

FILED
97 NOV 13 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA