

A97000002910

Owen, Gwynn Walker, H.
Requestor's Name

P.O. Box 10508
Address

Tallahassee, FL 32302 222-2216
City/State/Zip Phone #

Office Use Only

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

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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☒ Walk in

☐ Pick up time _____

☐ Certified Copy

☒ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

800002385068--0
-12/30/97--01001--012
***1785.00 ***1785.00

NEW FILINGS	
<input checked="" 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

LP-1785

Call when ready
12/29/97

Examiner's Initials

hjk

**CERTIFICATE OF LIMITED PARTNERSHIP
AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF**

~~WINCHESTER PROPERTIES, LTD.~~
WINCHESTER PROPERTIES OF TALLAHASSEE, LTD.

The undersigned general partners file this Certificate of Limited Partnership of Winchester Properties, Ltd. with the Florida Secretary of State pursuant to the requirements of Section 620.108 of the Florida Revised Uniform Limited Partnership Act (the "Act"), in order to form a Florida limited partnership.

1. Name. The name of the limited partnership is WINCHESTER PROPERTIES, ~~LTD.~~ OF TALLAHASSEE, LTD.

2. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE OFFICE AT WHICH THE RECORDS REQUIRED TO BE MAINTAINED BY THE PARTNERSHIP UNDER THE ACT ARE KEPT IS: 406 North Ride, Tallahassee, Florida 32303.

3. REGISTERED AGENT OF THE LIMITED PARTNERSHIP WILL BE: GAIL W. BASS, whose business address is 406 North Ride, Tallahassee, Florida 32303.

4. NAME AND ADDRESS OF THE GENERAL PARTNERS OF THE PARTNERSHIP ARE AS FOLLOWS:

<u>Name</u>	<u>Address</u>
Richard B. Winchester	2303 Ellicott Drive, Tallahassee, FL 32312
Gail W. Bass	406 North Ride, Tallahassee, FL 32303

5. THE EFFECTIVE DATE OF THIS LIMITED PARTNERSHIP SHALL BE: the date when this Certificate is filed with the Secretary of State.

6. THE LATEST DATE UPON WHICH THE LIMITED PARTNERSHIP IS TO BE DISSOLVED AND ITS AFFAIRS WOUND UP WILL BE: November 30, 2035.

7. CONTRIBUTIONS AND ANTICIPATED CONTRIBUTIONS OF LIMITED PARTNERS: The limited partners will make initial capital contributions for their partnership interest of \$565,306.12 and it is anticipated that the limited partners may make additional capital contributions of up to \$750,000.00.

8. AFFIRMATION: Each general partner hereby acknowledges that pursuant to the Act:

8.1 The execution of this certificate by the general partners constitute an affirmation under penalties of perjury that the facts stated herein are true;

8.2 The general partners accept the liability imposed by the Act on general partners for a false statement contained in this certificate; and

8.3 If, after the execution of this certificate a general partner knows that any arrangement or other fact described in this certificate has changed, making the statement inaccurate in any material respect, the general partner will forthwith cause this

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certificate to be canceled or amended, or file a petition for its cancellation or amendment pursuant to the terms of the Act.

EXECUTED as of this 23rd day of December, 1997.

Richard B. Winchester
RICHARD B. WINCHESTER

Gail W. Bass
GAIL W. BASS

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**CERTIFICATE ACCEPTING APPOINTMENT AS REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA FOR
WINCHESTER PROPERTIES, LTD. OF TALLAHASSEE, LTD.**

Having been named as registered agent for WINCHESTER
OF TALLAHASSEE
PROPERTIES, LTD. to accept service of process for said limited partnership, at the place
designated in the Certificate of Limited Partnership, I hereby accept the appointment as
registered agent and agree to act in this capacity. I further agree to comply with the
provisions of all statutes relating to the proper and complete performance of my duties,
and I am familiar with and accept the obligations of my position as registered agent.

Dated this 23rd day of December, 1997.

Gail W. Bass
GAIL W. BASS