



THE UNITED STATES
CORPORATION
COMPANY

A98000000127

ACCOUNT NO. : 072100000032

REFERENCE : 666942 4381472

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 148.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 PM 4:05

ORDER DATE : January 13, 1998

ORDER TIME : 11:43 AM

ORDER NO. : 666942-015

CUSTOMER NO: 4381472

100002398751--3

CUSTOMER: Janice Myers, Legal Assistant
BROAD AND CASSEL

Suite 1100
390 North Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: ERCO DEVELOPMENT, LTD.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

Handwritten initials: J, P, 2, 10

Handwritten date: 1/13/98

RECEIVED
98 JAN 13 PM 1:59
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 PM 4:06

CERTIFICATE OF LIMITED PARTNERSHIP
OF
ERCO DEVELOPMENT, LTD.

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole General Partner of ERCO DEVELOPMENT, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be ERCO DEVELOPMENT, LTD. (the "Partnership").

2. The address of the initial office where records shall be kept shall be 535 Park Avenue, North, Winter Park, Florida 32789. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The names and initial business address of the sole General Partner is:

ERCO DEVELOPMENT, INC., a Florida corporation
535 Park Avenue, North
Winter Park, Florida 32789

P9800003789

4. The initial mailing address of the limited partnership is 535 Park Avenue, North, Winter Park, Florida 32789.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2048.

6. This Certificate has been executed by the undersigned as of the 12th day of January, 1998.

GENERAL PARTNER:

ERCO DEVELOPMENT, INC., a Florida corporation

By: Udo Garbe
President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for ERCC DEVELOPMENT, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with its statutory obligations as such.

B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC., a Florida corporation

By: 

Douglas E. Starcher
Vice President

FILED
SECRETARY OF STATE
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98 JAN 13 PM 4:06

Dated this 12th day of January, 1998.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 PM 4:06

AFFIDAVIT
OF
CAPITAL CONTRIBUTIONS

The undersigned, being the sole General Partner of ERCO DEVELOPMENT, LTD. and being duly sworn, does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of ERCO DEVELOPMENT, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contribution of the limited partner as of the date hereof is \$50.00 and no further capital contributions from the limited partner are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER:

ERCO DEVELOPMENT, INC., a Florida corporation

By: Udo Garbe
President

Dated this 12th day of January, 1998.

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 12th day of January, 1998, by Udo Garbe, as President of ERCO Development, Inc., a Florida corporation. He is personally known to me ~~or has produced~~ as identification and who ~~did~~/did not take an oath.

Josie Hockman
(Signature of Notary Public)

JOSIE HOCKMAN
(Typed name of Notary Public)
Notary Public, State of Florida
Commission No. _____

My commission expires: _____

