



THE UNITED STATES  
CORPORATION  
COMPANY

A98000000128

ACCOUNT NO. : 072100000032

REFERENCE : 666809 4381472

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 148.75

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 JAN 13 PM 1:10

ORDER DATE : January 13, 1998

ORDER TIME : 11:15 AM

ORDER NO. : 666809-015

CUSTOMER NO: 4381472

400002398484--8

CUSTOMER: Janice Myers, Legal Assistant  
BROAD AND CASSEL

Suite 1100  
390 North Orange Avenue  
Orlando, FL 32801

DOMESTIC FILING

NAME: ALAFAYA CLUB, LTD.

File Second

EFFECTIVE DATE:

XXXXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
XXXXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

RECEIVED  
98 JAN 13 PM 12:20  
DIVISION OF CORPORATION

BK 1/13/98

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ALAFAYA CLUB, LTD.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 13 PM 4:10

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

1. The name of the Partnership shall be ALAFAYA CLUB, 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:

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

pg 8600003638

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:**

LOKANO, INC., a Florida corporation

By: \_\_\_\_\_

Udo Garbe  
President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for ALAFAYE CLUB, 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

Dated this 12th day of January, 1998.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JAN 13 3 44:10 PM

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 13 PM 4:10

AFFIDAVIT  
OF  
CAPITAL CONTRIBUTIONS

The undersigned, being the sole General Partner of ALAFAYA CLUB, 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 ALAFAYA CLUB, 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:

LOKANO, INC., a Florida corporation

By: Udo Garbe  
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 Lokano, 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:

