



THE UNITED STATES
CORPORATION
COMPANY

A98000000151

ACCOUNT NO. : 072100000032

REFERENCE : 666842 4381472

AUTHORIZATION : *Patricia Pigut*

COST LIMIT : ~~\$125~~

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 13 PM 4:41

ORDER DATE : January 13, 1998

148.75

ORDER TIME : 11:45 AM

ORDER NO. : 666842-020

CUSTOMER NO: 4381472

CUSTOMER: Janice Myers, Legal Assistant
BROAD AND CASSEL

900002398489--2

Suite 1100
390 North Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: P.A.D. EQUITIES, LTD.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

EXAMINER'S INITIALS:

GB *rk*
1/13/98

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98 JAN 13 PM 12:19
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 14, 1998

JON BOWLING
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: P.A.D. EQUITIES, LTD.
Ref. Number: W98000000892

RESUBMIT

Please give original
submission date as file date.

We have received your document for P.A.D. EQUITIES, LTD. and the authorization to debit your account in the amount of \$131.25. However, the document has not been filed and is being returned for the following:

The TOTAL required to file this limited partnership and to obtain a certified copy and a CUS is \$148.75. We have RETAINED your cover sheet. Please send a note or call to authorize us to change the COST LIMIT amount.

ALSO, please note that since the corporate general partner will not be using the name WOODBURY, INC., please see that the name is corrected throughout the partnership documents, and of course, the general partner has to be filed before this partnership can be filed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 798A00002049

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98 JAN 15 PM 12:34
DIVISION OF CORPORATIONS

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98 JAN 13 PM 4:41

CERTIFICATE OF LIMITED PARTNERSHIP
OF
P.A.D. EQUITIES, LTD.

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

1. The name of the Partnership shall be P.A.D. EQUITIES, 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:

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

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:

WOODBURY EQUITIES, INC., a Florida corporation

By: Udo Garbe
President

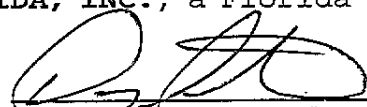
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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for P.A.D. EQUITIES, 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.

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AFFIDAVIT
OF
CAPITAL CONTRIBUTIONS

The undersigned, being the sole General Partner of P.A.D. EQUITIES, 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 P.A.D. EQUITIES, 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

WOODBURY EQUITIES, 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 WOODBURY EQUITIES, 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:

