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City/State/Z	Zip Phone # 224–7000	Office Use Only
CORPORATION N	NAME(S) & DOCUMENT N	UMBER(S), (if known):
	Low Creek Ltd.	7000024173471 (Document#) -01/30/9801062014 ****385.00 ****385.00
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CR2E031(1/95) Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP

OF

SHADOW CREEK LTD.

a Florida limited partnership

SECRETARY OF STATE DIVISION OF CORPORATIONS
98 JAN 30 PM 2: 58

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby certify as follows:

1. Name. The name of the limited partnership is as follows:

Shadow Creek Ltd.

2. Address. The street address of the principal place of business and the mailing address for the limited partnership is as follows:

730 Bonnie Brae St. Winter Park, Florida 32789

3. Registered Agent. The address of the office and the name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, are as follows:

Thomas L. Cavanaugh 730 Bonnie Brae St. Winter Park, Florida 32789

4. <u>General Partner</u>. The name and business address of the sole general partner of the limited partnership are as follows:

P.A.C. Land Development Corporation 501193
730 Bonnie Brae St.
Winter Park, Florida 32789

5. <u>Termination</u>. The latest date upon which the limited partnership is to dissolve is December 31, 2028.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated therein are true and correct.

Signed this 26 day of January, 1998.

GENERAL PARTNER:

P.A.C. Land Development Corporation

By: ______ Thomas L. Cavanaugh, Vice President

ORL1-217975.1/949

DIVISION OF CORPORATIONS

98 JAN 30 PM 2: 58

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT AND AGENT FOR SERVICE OF PROCESS

The undersigned, having been designated the Agent for Service of Process, pursuant to Section 620.105, Florida Statutes, and Registered Agent, pursuant to Section 620.192, Florida Statutes, of Shadow Creek Ltd., a limited partnership to be formed concurrently herewith under the Florida Revised Uniform Limited Partnership Act (1986), does hereby accept such designation and the obligations provided for in Sections 620.105 and 620.192, Florida Statutes.

Thomas L. Cavanaugh

Dated: January 26, 1998

ORL1-217975.1/949

DIVISION OF CORPORATIONS

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, P.A.C. Land Development Corporation, who is the sole general partner of Shadow Creek Ltd., a Florida limited partnership, certifies:

- 1. The amount of capital contributions to date of the limited partners is \$0.
- 2. The total amount of capital anticipated to be contributed by the limited partners at this time totals \$50,000.

Signed this 26 day of January, 1998.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

GENERAL PARTNER:

P.A.C. Land Development Corporation

Bv:

Thomas L. Cavanaugh, Vice President

ORL1-217975.1/949

DIVISION OF CORPORATIONS