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March 5, 1998

VIA COURIER

Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Subject: TCC Ltd.

Gentlemen:

Enclosed please find the original and one copy of the Certificate of Limited Partnership, Acceptance of Registered Agent, and the Affidavit of Capital Contributions in connection with the above-referenced matter.

A check in the amount of \$1,837.50 in payment of the following items is also enclosed: (1) \$1,750.00 - filing fee; (2) \$35.00 - designation of registered agent; and (3) \$52.50 - one certified copy.

Your assistance in this matter is appreciated. Should you have any questions or comments regarding the above, please do not hesitate to contact me.

Very truly yours,

Marlis J. Spear

Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: Robert M. Poppell, Esq.

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DIVISION OF CORPORATIONS
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 6, 1998

JAN EARLY

TALLAHASSEE, FL

SUBJECT: TCC LTD.

Ref. Number: W98000005099

Give 6th date

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DIVISION OF CORPORATIONS
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98 MAR 10 PM 12:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL

We have received your document for TCC LTD. and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

ALSO, PLEASE note that since you will be filing the corporate general partner under a new name, please see that all references to it are corrected in the limited partnership document.

ALSO, PLEASE NOTE that we have RETAINED your \$1,837.50 fee.

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: 598A00012500

**CERTIFICATE OF
LIMITED PARTNERSHIP OF
TCC BONITA BAY LTD.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned, constituting all of the general partners of TCC Bonita Bay Ltd., pursuant to the provisions of Chapter 620, Section 620.108, Florida Statutes (1997), hereby submits the following certificate of limited partnership to form a limited partnership under the laws of the Florida Revised Uniform Limited Partnership act (1986):

ARTICLE I

The name of this limited partnership, which is hereinafter referred to as "Partnership," shall be TCC Bonita Bay Ltd.

ARTICLE II

The street address of the initial registered office of the Partnership is 2180 West State Road 434, Suite 6184, Longwood, Florida 32779 and the name of the registered agent of the Partnership at the address is Terry Lubinsky.

ARTICLE III

The principal place of business and mailing address of the Partnership in Florida shall be:

2180 West State Road 434
Suite 6184
Longwood, Florida 32779

ARTICLE IV

The name and business address of the General Partners of the Partnership are as follows:

NAME:

TCC Bonita Bay Inc., a Florida
corporation

pg 8000022-546
ADDRESS:

2180 West State 434
Suite 6184
Longwood, Florida 32779

ARTICLE V

This Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Department of State of Florida and shall terminate on December 31, 2047, unless extended in writing as provided in the Partnership Agreement pursuant to which this Partnership is formed.

IN WITNESS WHEREOF, this Certificate of Limited Partnership of TCC Bonita Bay Ltd. has been executed by the undersigned to be effective as of the commencement of the term of the Partnership as set forth herein.

GENERAL PARTNERS

TCC Bonita Bay Inc., a Florida corporation

By: Terry Lubinsky

Name: TERRY Lubinsky

Title: Pres.

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DIVISION OF CORPORATIONS
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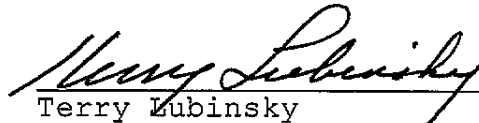
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to the provisions of Chapters 48 and 620, Florida Statutes, the limited partnership identified below hereby submits the following statement in designation of the Registered Office and Registered Agent in the State of Florida.

TCC Bonita Bay Ltd., desiring to organize as a limited partnership under the laws of the State of Florida, with its registered office at 2180 West State Road 434, Suite 6184, Longwood, Florida 32779, has named Terry Lubinsky, located at the above-registered office, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as Registered Agent for the above-stated limited partnership at the place designated in this Certificate, I hereby acknowledge that I am familiar with the obligations of a registered agent under the laws of the State of Florida and accept to act as Registered Agent for the above-stated limited partnership and agree to comply with the provisions of all laws applicable to the performance of such office.


Terry Lubinsky

Dated: 3-4 _____

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR TCC BONITA BAY LTD.**

BEFORE ME, the undersigned personally appeared TERRY Lubinsky, as President of TCC Bonita Bay Inc., the sole general partner of TCC Bonita Bay Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certifies as follows:

1. The amount of capital contributions anticipated from limited partners of the Partnership at this time is One Million Four Hundred Thousand and No/100 U.S. Dollars (\$1,400,000.00).

2. No further capital contributions from the limited partners of the Partnership are reasonably anticipated at this time.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing, and the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER

TCC Bonita Bay Inc., a Florida corporation

By: Terry Lubinsky

Name: TERRY Lubinsky

Title: Pres.

STATE OF FLORIDA

COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 4th day of MARCH, 1998, by TERRY LUBINSKY, as PRESIDENT of TCC Bonita Bay Inc., a Florida corporation. Said person ☒ is personally known to me or ☐ produced _____ as identification.

Patsy M. Chace
Print Name: PATSY M. CHACE
Notary Public, State of Florida
Commission No.: _____
My Commission Expires: _____

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Patsy M Chace
My Commission CC817118
Expires March 4, 2001