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MICHAEL A, ALTES
ATTORNEY AT LAW

4465 WOODMERE STREET JACKSONVILLE, FLORIDA 32210

SECRETARY OF STATE DIVISION OF CORPORATIONS

98 APR - 1 PH 4: 05

TELECOPIER: (904) 389-3023

TELEPHONE: (904) 389-9883

March 3, 1998

Division of Corporations Florida Secretary of State Post Office Box 6327 Tallahassee, Florida 32314 200002448212--5 -03/05/98--01064--001 ****175.00 ****175.00

Re: Certificate of Limited Partnership for Coconut Grove Associates Limited Partnership

Gentlemen:

200002448212--5 = ... -04/06/98--01014--030 *****70.00 ******70.00

Enclosed for filing is one original Certificate of Limited Partnership for Coconut Grove Limited Partnership, together with a designation of registered agent and an Affidavit Declaring Capital Contributions. Also enclosed is my check in the amount of \$175.00, representing the filing fee of \$140.00 (based on \$20,000 anticipated to be contributed) and \$35.00 for the designation of resident agent.

Also enclosed is a photocopy of the documents. Please note the time of filing and document number on the photocopy and return it to me in the enclosed stamped, self-addressed envelope.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Michael A. Altes

Enclosures

cc: Edward Bates

C. TAX—
FILING 2 10 0 0
R. AGENT FEE
C. COPY 35.00
TOTAL 245.00
N. BANK—
BALANCE DUE—
REFUND—
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MICHAEL A. ALTES ATTORNEY AT LAW 4465 WOODMERE STREET JACKSONVILLE, FLORIDA 32210

DIVISION OF CORPORATIONS

98 APR - 1 PM 4: 05

TELECOPIER: (904) 389-3023

TELEPHONE: (904) 389-9883

March 31, 1998

Kenny Manning Corporate Specialist Division of Corporations Florida Department of State P.O. Box 6327 Tallahassee, Florida 32314

> Re: Coconut Grove Associates Limited Partnership Ref. number 98000005591

Dear Mr. Manning:

Enclosed are in connection with Coconut Grove Associates Limited Partnership are:

a photocopy of your letter number 398A00013681;

two originals and a photocopy of the Certificate of Limited Partnership and of the Affidavit Declaring Capital Contributions, as now executed by both general partners; and

my additional check in the amount of \$70.00. The total capital contributions are anticipated to be \$30,000.00.

Thank you for your assistance. If you have any questions, please do not hesitate to contact me.

Very truly yours,

Michael A. Altes

Enclosures



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

98 APR - 1 PM 4: 05

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 12, 1998

MICHAEL A. ALTES 4465 WOODMERE STREET JACKSONVILLE, FL 32210

SUBJECT: COCONUT GROVE ASSOCIATES LIMITED PARTNERSHIP

Ref. Number: W98000005591

We have received your document for COCONUT GROVE ASSOCIATES LIMITED PARTNERSHIP and your check(s) totaling \$175.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 620.114, Florida Statutes, requires the original certificate of limited partnership, an affidavit, a certificate of cancellation, or supplemental affidavit to be signed by all of the general partners.

How much is the total contributed and anticipated contribution ? (30,000 or 20,000),

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) 487-6967.

Kenny Manning Corporate Specialist

Letter Number: 398A00013681

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP OF 98 APR - | PM 4: 05

The general partner of Coconut Grove Associates Limited Partnership certifies as follows:

- 1. The name of the limited partnership is Coconut Grove Associates Limited Partnership.
- 2. The address of the office of the limited partnership in this state is 3100 University Boulevard South, Suite 200, Jacksonville, Florida 32216.
- 3. The name and address of the registered agent for service of process on the limited partnership is Geraldine G. Brown, 3100 University Boulevard South, Suite 200, Jacksonville, Florida 32216.
- 4. The name and business address of the general partners are: The Clarkson Company, 3100 University Boulevard South, Suite 200, Jacksonville, Florida 32216 and Camvest, Inc., 3100 University Boulevard South, Suite 200, Jacksonville, Florida 32216.
- 5. The mailing address for the limited partnership is: c/o The Clarkson Company, 3100 University Boulevard South, Suite 200, Jacksonville, Florida 32216.
- 6. The latest date upon which the limited partnership is to dissolve is December 31, 2028.
- 7. This Certificate shall be effective upon its filing with the Department of State. An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners accompanies this Certificate and is attached hereto.
- 8. This Certificate of Limited Partnership has been duly executed and is being filed in accordance with Section 620.108, Florida Statutes.

GENERAL PARTNERS:

THE CLARKSON COMPANY,

a Florida corporation

y:__*//(0/1)*

Røbert W. Clarkson, President

STATE OF FLORIDA COUNTY OF DUVAL

98 APR - 1 PM 4: 05

Sworn to and subscribed before me this 25th day of March, 1998.

Notary Public, State of Florida at Large

Hope A Walker

Name Typed or Printed My commission expires: 5-13-2001

Hope A. Walker Notary Public, State of Florida Commission No. CC 647086 My Commission Exp.05/13/2001 Bonded Through Fla. Notary Service & Bonding Co.

Personally known

CAMVEST, INC., a Florida corporation

President

STATE OF FLORIDA COUNTY OF DUVAL

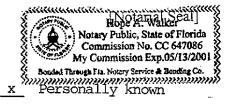
Sworn to and subscribed before me day of March, 1998. this 26

Notary Public, State of Florida at Large Hope A. Walker

Name Typed or Printed

My commission expires:

5-13-2001



The undersigned accepts appointment as the registered agent for service of process of the limited partnership shown above.

Geraldine G. Brown

Date: March <u>25</u>, 1998.

DIVISION OF CORPURATIONS

SECRETARY OF STATE AFFIDAVIT DECLARING CAPITAL CONTRIBUTIONS IVISION OF CORPORATIONS (§620.108, Florida Statutes) 98 APR - 1 PM 4: 05

STATE	OF F	LORI	DA
COUNT	Y OF	DU	VAL

The undersigned, having been duly sworn, hereby deposes and says that:

- Robert W. Clarkson is the President of The Clarkson Company, a general partner of Coconut Grove Associates Limited Partnership, and makes this affidavit on behalf of said general partner and said partnership. Robert W. Clarkson is the President of Camvest, Inc. a general partner of Coconut Grove Associates Limited Partnership, and makes this affidavit on behalf of said general partner and said partnership.
- 2. The amount of the capital contributions of the limited partners on the date of this affidavit is hereby declared to be: \$10,000.00.
- 3. The amount anticipated to be contributed in the future by the limited partners is hereby declared to be: \$20,000.00.

FURTHER THE AFFIANT SAITH NOT.

THE CLARKSON COMPANY,

a Florida corporation

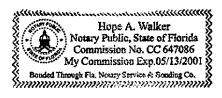
Robert W. Clarkson, President

Sworn to and subscribed before me this <u>254h</u> day of March, 1998.

Notary Public, State of Florida at Large

Name Typed or Printed

My commission expires: 5-13-2001



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SECRETARY OF STATE DIVISION OF CORPORATION

CAMVEST, INC., a Florida corporation 98 APR - 1 PM 4: 05

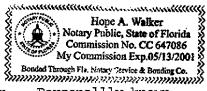
President Its

Sworn to and subscribed before me this _ day of March, 1998.

Notary Public, State of Florida at Large Hope A. Walker

Name Typed or Printed

My commission expires: 5-13-2001



Personallly known