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City

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CORPORATION(S) NAME

Skyscraper Orlando, Ltd.

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☒ Limited Partnership (FL)

☐ Reinstatement

☐ Annual Report

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DIVISION OF CORPORATIONS

TC
\$990.00

CERTIFICATE OF LIMITED PARTNERSHIP
OF
SKYSCRAPER ORLANDO, LTD.
a Florida Limited Partnership

The undersigned, being desirous of forming a limited partnership pursuant to the laws of the state of Florida, hereby certifies as follows:

1. Name of Limited Partnership. The name of the limited partnership is **SKYSCRAPER ORLANDO, LTD.**, a Florida limited partnership (the "Partnership").

2. Recordkeeping Office. The records of the Partnership shall be kept at 7202 Black Bull Lane, Orlando, Florida 32835.

3. Agent for Service of Process; Address of Registered Agent. The initial agent of the Partnership for service of process shall be KP&L Services, Inc., 390 N. Orange Avenue, Suite 600, Orlando, Florida 32801.

4. General Partner. The name and business address of the sole initial general partner of the Partnership is as follows:

<u>Name</u>	<u>Address</u>
Sky Management Services, Inc. P98000028460	7202 Black Bull Lane Orlando, FL 32835

5. Address of Partnership. The mailing address of the Partnership is 7202 Black Bull Lane, Orlando, Florida 32835.

6. Date of Dissolution. The latest date on which the Partnership is to dissolve is December 31, 2040.

7. Capital Contributions. Pursuant to Florida Statute Section 620.108, an affidavit setting forth the present and anticipated capital contributions of the initial limited partners of the Partnership is attached hereto as **Exhibit A**.

IN WITNESS WHEREOF, the undersigned General partner has executed this Certificate of Limited Partnership on this 2 day of April, 1998.

SKY MANAGEMENT SERVICES, INC.

BY: 

JOSEPH W. OHMAN, PRESIDENT

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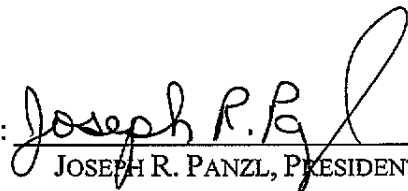
ACCEPTANCE OF APPOINTMENT

The undersigned, KP&L Services, Inc., by its President, Joseph R. Panzl, hereby acknowledges and accepts its appointment as registered agent of **SKYSCRAPER ORLANDO, LTD.**, a Florida limited partnership (the "Partnership"), and agrees to act in that capacity and to comply with the provisions of the Florida Limited Partnership Act relative thereto. The undersigned is familiar with, and accepts, the obligations of a registered agent appointed as provided for in Chapter 620 of the Florida Statutes.

Dated this 3rd day of April, 1998.

KP&L SERVICES, INC.

BY:


JOSEPH R. PANZL, PRESIDENT

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EXHIBIT A

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
SKYSCRAPER ORLANDO, LTD.**

The undersigned, being the initial general partner of **SKYSCRAPER ORLANDO, LTD.** (the "Partnership"), having been first duly sworn, hereby declares as follows:

1. The limited partners of the Partnership shall make initial contributions to the Partnership in the aggregate amount of \$990.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$990.00.

FURTHER AFFIANT SAYETH NOT.

SKY MANAGEMENT SERVICES, INC.
A FLORIDA CORPORATION

BY: _____

JOSEPH W. OHMAN, PRESIDENT

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STATE OF TENNESSEE)
) SS:
COUNTY OF SEVIER)

Before me, the undersigned authority, personally appeared Joseph W. Ohman, who is the president of **SKY MANAGEMENT SERVICES, INC.**, a Florida corporation, and who is personally known to me, and, having been duly sworn, acknowledged that he signed the foregoing for the purposes set forth therein.

Dated this 2nd day of April, 1998.

(Notarial Seal)

Jenny D. Chance
Notary Public, State of Tennessee
Print Name: JENNY T. CHANCE
Commission Expires: 9/23/98