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Reinhard G. Stephan

Attorney At Law

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2699 Lee Road
Suite 540
Winter Park, Florida 32789

April 24, 1998

Secretary of State
Qualifications/Registration Secretary
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

800002502378--1
-04/28/98-D1034-006
*****87.50 *****87.50

RE: Engineered Homes of Orlando Ltd. #2
1155 S.Semoran Boulevard, Suite 1118
Winter Park, FL 32792

FILED
98 APR 28 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

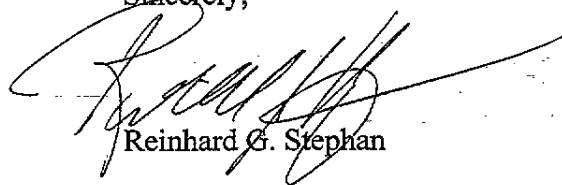
Please find enclosed the *Certificate of Limited Partnership, Affidavit of Capital Contributions* and check for the filing which are being submitted to register the above referenced Limited Partnership to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Reinhard G. Stephan
2699 Lee Road, Suite 540
Winter Park, FL 32789

Thank you for your time in this matter. If you need to call, please direct your inquiry to Jane Dilatush or Reinhard Stephan at (407)-629-8870.

Sincerely,



Reinhard G. Stephan

RGS/jd

Enclosures

A98-1048

Name	RLH
Availability	RLH
Document	RLH
Examiner	RLH
Updater	RLH
Updater	RLH
Verifier	RLH
Acknowledgement	RLH
W. P. Verifier	RLH

CERTIFICATE OF LIMITED PARTNERSHIP

ENGINEERED HOMES OF ORLANDO LTD. #2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Limited Partnership is:

ENGINEERED HOMES OF ORLANDO LTD. #2
2. The business address of the Limited Partnership is:

1155 S. Semoran Boulevard, Suite 1118
Winter Park, Florida 32792
3. The name of the Registered Agent for service of process on the Limited Partnership is:

Reinhard G. Stephan
4. The street address of the Registered Agent for service of process on the Limited Partnership is:

2699 Lee Road, Suite 540
Winter Park, Florida 32789
5. The mailing address of the Limited Partnership is:

1155 S. Semoran Boulevard, Suite 1118
Winter Park, Florida 32792
6. The latest date upon which the Limited Partnership is to be dissolved is:

December 31, 2018
7. The name and street address of the General Partner are:

E.H. Lake Gloria Inc. *P98-37900*
1155 S. Semoran Boulevard, Suite 1118
Winter Park, Florida 32792
8. The effective date of this Certificate of Limited Partnership shall be its date of filing by the State of Florida Department of State.

UNDER PENALTIES OF PERJURY, I declare that I have read the foregoing Certificate of Limited Partnership, know the contents thereof, and know that the facts stated herein are true and correct.

DATED: April 24, 1998

GENERAL PARTNER

E.H. LAKE GLORIA INC.

By: 

President, IGOR TEPLITSKY

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for ENGINEERED HOMES OF ORLANDO LIMITED #1, a Florida limited partnership (the "Limited Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Limited Partnership, hereby agree to accept service of process for the Limited Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

DATED: April 24, 1998

REGISTERED AGENT


REINHARD G. STEPHAN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

ENGINEERED HOMES OF ORLANDO LTD. #2

The undersigned sole General Partner of **ENGINEERED HOMES OF ORLANDO LTD. #2**, a Florida limited partnership (the "Limited Partnership"), hereby certifies as follows:

1. The amount of capital contributions to date of the Limited Partners totals **\$1,000.00.**
2. The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals **\$1,000.00.**

FURTHER AFFIANT SAYETH NOT.

UNDER PENALTIES OF PERJURY, I declare that I have read the foregoing Affidavit of Capital Contributions, know the contents thereof, and know that the facts stated herein are true and correct.

DATED: April 24, 1998

GENERAL PARTNER

E.H. LAKE GLORIA INC.

By: _____

Igor Teplitsky, President.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 28 PM 4: 09

FILED

STATE of
COUNTY of

The foregoing instrument was acknowledged before me this 4/24, 1998,
by Igor Teplitsky, President, who is personally known to me or who
has produced as identification.

NOTARY PUBLIC Signature

LYALA A. DAVIS
Printed Name of Notary

