

A98000001148



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 812441 4381472

AUTHORIZATION :

COST LIMIT : *Patricia Page* 148.75

ORDER DATE : May 8, 1998

ORDER TIME : 1:38 PM

ORDER NO. : 812441-015

CUSTOMER NO: 4381472

CUSTOMER: Janice Myers, Legal Assistant  
BROAD AND CASSEL

Suite 1100  
390 North Orange Avenue  
Orlando, FL 32801

800002517659--6

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -8 PM 3:51

DOMESTIC FILING

NAME: SPRING LAKE ROAD PARTNERS,  
LTD.

EFFECTIVE DATE:

       ARTICLES OF INCORPORATION  
XX        CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	<i>3/8/98</i>	CERTIFIED COPY
Availability	<i>dec</i>	PLAIN STAMPED COPY
	<i>XX</i>	CERTIFICATE OF GOOD STANDING
Document Examiner	CONTACT PERSON: Daniel W Leggett	
Updater	EXAMINER'S INITIALS:	
Updater Verifier	DCC	
Acknowledgement	DCC	
W. P. Verifier	DCC	

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DIVISION OF CORPORATION

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12.9.98

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SPRING LAKE ROAD PARTNERS, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting all of the general partners of SPRING LAKE ROAD PARTNERS, LTD. (the "Partnership"), hereby submit the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be SPRING LAKE ROAD PARTNERS, LTD. (the "Partnership").

2. The address of the initial office where records shall be kept shall be 1551 Sandspur Road, Maitland, Florida 32751. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The names and initial business addresses of the General Partners are:

A97000002481

CED CAPITAL HOLDINGS IX, LTD., a Florida limited partnership  
1551 Sandspur Road  
Maitland, Florida 32751

F95000003074

NUROCK CORPORATION, INC., a Georgia corporation  
5920 Roswell Road, Suite B107-184  
Atlanta, Georgia 30328

4. The initial mailing address of the limited partnership is 1551 Sandspur Road, Maitland, Florida 32751.

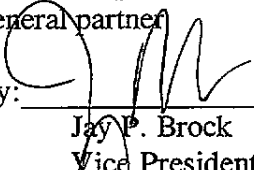
5. The latest date upon which the Partnership is to dissolve shall be December 31, 2048.

This Certificate has been executed by the undersigned as of the 6th day of May, 1998.

**GENERAL PARTNERS:**

**CED CAPITAL HOLDINGS IX, LTD.,**  
a Florida limited partnership

By: CED Capital Holdings IX, Inc., a  
Florida corporation, its managing  
general partner

By:   
Jay P. Brock  
Vice President

**NUROCK CORPORATION,** a Georgia  
corporation

By:   
Robert G. Hoskins, President

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**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated as the Registered Agent for SPRING LAKE ROAD PARTNERS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with its statutory obligations as such.

**B&C CORPORATE SERVICES OF CENTRAL  
FLORIDA, INC.,** a Florida corporation

By: 

**Douglas E. Starcher**  
Vice President

Dated this 7th day of May, 1998.

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## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being all of the general partners of SPRING LAKE ROAD PARTNERS, LTD. and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of SPRING LAKE ROAD PARTNERS, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

### GENERAL PARTNERS:

**CED CAPITAL HOLDINGS IX, LTD.,**  
a Florida limited partnership

By: CED Capital Holdings IX, Inc., a  
Florida corporation, its managing  
general partner

By: Jay P. Brock  
Vice President

**NUROCK CORPORATION,** a Georgia  
corporation

By: Robert G. Hoskins, President

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DIVISION OF CORPORATIONS  
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Dated this 6th day of May, 1998.

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of May, 1998, by Jay P. Brock, as Vice President of CED Capital Holdings IX, Inc., a Florida corporation, as managing general partner of CED Capital Holdings IX, Ltd. He is personally known to me or has produced \_\_\_\_\_ as identification and who did/did not take an oath.

Peggy A. Baker  
(Signature of Notary Public)



Peggy A Baker  
My Commission CC603978  
Expires November 25, 2000

\_\_\_\_\_  
(Typed name of Notary Public)  
Notary Public, State of Florida  
Commission No. \_\_\_\_\_  
My commission expires: \_\_\_\_\_

STATE OF GEORGIA

COUNTY OF DeKalb

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of May, 1998, by Robert G. Hoskins, as President of NuRock Corporation, a Georgia corporation. He is personally known to me or has produced \_\_\_\_\_ as identification and who did/did not take an oath.

Michelle L. Settle

(Signature of Notary Public)

Michelle L. Settle

(Typed name of Notary Public)

Notary Public, State of Georgia

Commission No. \_\_\_\_\_

Notary Public, DeKalb County, Georgia  
My Commission Expires April 29, 2002

My commission expires: \_\_\_\_\_