



THE UNITED STATES
CORPORATION
COMPANY

A98000001204

ACCOUNT NO. : 072100000032

REFERENCE : 817335 7112920

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 13 PM 3:21

ORDER DATE : May 13, 1998

ORDER TIME : 10:41 AM

ORDER NO. : 817335-005

CUSTOMER NO: 7112920

CUSTOMER: Carrie Poulos-lademan, Esq
WOODWARD PIRES & LOMBARDO, P A

Suite 710
801 Laurel Oak Drive
Naples, FL 34108

FILE
2ND
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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DOMESTIC FILING

NAME: TWIN DOLPHINS EQUITY PARTNERS,
LTD.

EFFECTIVE DATE:

900002522059--2
-05/13/98-01075-018
*****87.50 *****87.50

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS: _____

6

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DIVISION OF CORPORATIONS

Woodward, Pires & Lombardo, P.A.
ATTORNEYS-AT-LAW

CRAIG R. WOODWARD*
MARK J. WOODWARD
ANTHONY P. PIRES, JR.
J. CHRISTOPHER LOMBARDO
STEVEN V. BLOUNT
JOHN A. GARNER
CARRIE POULOS-LADEMAN

BURT L. SAUNDERS
OF COUNSEL

*(BOARD CERTIFIED REAL ESTATE ATTORNEY)

May 12, 1998

Division of Corporations
409 East Gaines
Post Office Box 6327
Tallahassee, FL 32314

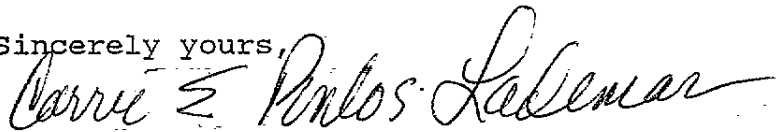
Ladies/Gentlemen:

Re: Certificate of Limited Partnership
Twin Dolphins Equity Partners, Ltd.

Enclosed are the original and one copy of the Certificate of Limited Partnership for the referenced partnership together with a check in the amount of \$87.50 to cover the fees for filing the Certificate. After filing, please return a date-stamped copy to our office.

Should you have any questions, do not hesitate in contacting me.

Sincerely yours,



Carrie Poulos-Lademan

Enclosures as stated

PLEASE RESPOND TO: NAPLES

PELICAN BAY 801 LAUREL OAK DR., SUITE 710, NAPLES, FLORIDA 34108 (941) 566-3131 FAX (941) 566-3161
606 BALD EAGLE DR., SUITE 500, P.O. BOX 1, MARCO ISLAND, FLORIDA 34146 (941) 394-5161 FAX (941) 642-6402

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
TWIN DOLPHINS EQUITY PARTNERS, LTD.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 13 PM 3:25

The undersigned General Partner hereby forms a limited partnership pursuant to and in accordance with the Florida Revised Uniform Limited Partnership Act (Florida Statutes Section 620.101, et seq.) as follows:

1. Name.

The name of the limited partnership (the "Partnership") is Twin Dolphins Equity Partners, Ltd.

2. Principal Office.

The principal office of the Partnership in the State of Florida is 800 Laurel Oak Drive, Suite 600, Naples, Florida 34108.

3. Registered Agent.

The name and address of the registered agent of the Partnership for service of process on the Partnership in the State of Florida is Carrie E. Poulos-Lademan, 801 Laurel Oak Drive, Suite 710, Naples, Florida 34108.

4. General Partner.

The name and business address of the General Partner is as follows:

Equity IV Investments & Development, Inc.
800 Laurel Oak Drive, Suite 600
Naples, Florida 34108

5. Mailing Address.

The mailing address of the Partnership is 801 Laurel Oak Drive, Suite 710, Naples, Florida 34108.

6. Dissolution.


The latest date upon which the Partnership will dissolve is May 2, 2018.

p98000043249

IN WITNESS WHEREOF, the undersigned has duly executed this
Certificate of Limited Partnership as of the 12th day
of May, 1998.

GENERAL PARTNER:

Equity IV Investments &
Development, Inc., a
Florida corporation

By: 
S. Charles Bennett, III,
Director and Sole Shareholder

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 620.192,
following is submitted:

Twin Dolphins Equity Partners, Ltd., desiring to organize as
a limited partnership under the laws of the State of Florida, has
designated 801 Laurel Oak Drive, Suite 710, Naples, Florida 34108,
as its initial Registered Office and has named Carrie E. Poulos-
Lademan, located at said address as its initial Registered Agent.

EQUITY IV INVESTMENTS &
DEVELOPMENT, INC.,
General Partner

By: 

S. Charles Bennett, III,
Director and Sole
Shareholder

Having been named Registered Agent for the above stated
corporation, at the designated Registered Office, the undersigned
hereby accepts said appointment and agrees to comply with the
provisions of Florida Statutes Section 620.192 relative to keeping
open said office.

By: 

Carrie E. Poulos-Lademan
Registered Agent

Date: 5/12/98

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared S. Charles Bennet, III, Director and Sole Shareholder of EQUITY IV INVESTMENTS & DEVELOPMENT, INC., a Florida corporation, constituting the sole general partner of TWIN DOLPHINS EQUITY PARTNERS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certified as follows:

1. The amount of capital contributions and the total anticipated amount of the capital contributions of the limited partner is \$990.

This 12th day of May, 1998.

FURTHER AFFIANT SAYETH NOT.

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

General Partner:

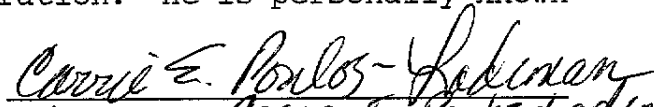
EQUITY IV INVESTMENTS &
DEVELOPMENT, INC.

By: 

S. Charles Bennett, III,
Director and Sole
Shareholder

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before this 12th day of May, 1998, by S. Charles Bennett, III, Director and Sole Shareholder of EQUITY INVESTMENTS & DEVELOPMENT, INC., a Florida corporation, on behalf of the corporation. He is personally known to me and did take an oath.


Print Name: Carrie E. Poulos-Lademan

Notary Public

Commission No. _____

My Commission Expires: (SEAL)

