

A98000001434



ACCOUNT NO. : 072100000032

REFERENCE : 850646 10259A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 10, 1998

ORDER TIME : 2:26 PM

ORDER NO. : 850646-005

CUSTOMER NO: 10259A

CUSTOMER: Kenneth G. Arsenault, Jr., Esq
ARSENAULT & REARDON, PA

Suite 2
10225 Ulmerton Road
Largo, FL 34641

900002555368--5
-06/11/98--01002--006
***1802.50 ***1802.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 10 PM 3:53

DOMESTIC FILING

NAME: PERROS GRANDE II LIMITED

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

A98-1434

Name	OK 610
Availability	
Document Examiner	OK
Updater	OK
Updater Verifier	OK
Acknowledgement	OK
W. P. Verifier	OK

RECEIVED
98 JUN 10 PM 3:21
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 10 PM 3:53

CERTIFICATE OF LIMITED PARTNERSHIP OF

PERROS GRANDE II LIMITED

1. The name of the Limited Partnership is:

Perros Grande II Limited

2. The address of the office and the name and address of the agent for service of process required to be maintained by Section 610.105, Florida Statutes, are:

Arsenault & Reardon, P.A., a Florida corporation
10225 Ulmerton Road, Suite 2
Largo, Florida 34641

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned accepts the appointment as registered agent for the limited partnership pursuant to Section 610.105, Florida Statutes.

ARSENAULT & REARDON, P.A.

Dated: June 9, 1998

By:



KENNETH G. ARSENAULT, Jr, as President

3. The name and business address of each general partner is:

General Partner:

Business Address:

Perros Grande II, Inc.

455 Indian Rocks Road

Belleair Bluffs, FL 33770

998-51177

4. The mailing address of the limited partnership is:

Perros Grande II Limited
455 Indian Rocks Road
Belleair Bluffs, FL 33770

5. The latest date upon which the limited partnership is to dissolve is December 31, 2015.

PERROS GRANDE II, INC., a Florida corporation, General Partner

Date: June __, 1998

By:



William G. Buckles, Jr., its President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS TO

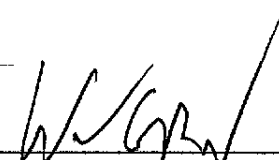
PERROS GRANDE II LIMITED

The undersigned, constituting all of the general partners of PERROS GRANDE II LIMITED, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$800,000.00 and the amount anticipated to be contributed by the limited partners at this time is \$12,000,000.00.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and the facts stated herein are true and correct.

FURTHER AFFIANT SAYETH NOT



WILLIAM G. BUCKLES, JR.

This 9th day of June, 1998.

THE FOREGOING INSTRUMENT was subscribed, sworn to, and acknowledged before me this 9th day of June, 1998, who is personally known to me and who did take an oath.





Notary Public
My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 10 PM 3:53