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A. UIPE VOORHIS & WELLS, P.A.

Attorneys at Law

SUNTRUST TOWER, SUITE 3000
200 SOUTH ORANGE AVENUE
ORLANDO, FLORIDA 32801
TELEPHONE 407-244-1100
FACSIMILE 407-872-6207

MAILING ADDRESS
P.O. BOX 633
ORLANDO, FLORIDA 32802

INTERNET E-MAIL
MSPEAR@MVW.COM

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SECRETARY OF CORPORATIONS
98 JUN 25 PM 3:03

June 24, 1998

VIA FEDERAL EXPRESS

Mrs. Janis B. Early
Wilkes & McHugh, P.A.
119 E. Park Avenue
Tallahassee, Florida 32301

Subject: RTC Development, Ltd.

Dear Jan:

Enclosed please find the following in connection with the above-referenced partnership--

1. Original and one photocopy of the Certificate of Limited Partnership and Affidavit of Capital Contributions,
2. Our client's check in the amount of \$1,403.50. Jan, I believe this check is \$7.00 short. If you could please advise this additional amount and include it on your statement, I would appreciate it.

Please file these documents on Thursday, June 25, 1998 and return the certified copy to me by Federal Express.

As always, thanks for your help.

Very truly yours,



Mrs. Marlis J. Spear
Legal Assistant

/mjs

Enclosures

cc: Robert M. Poppell, Esq.

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LP ff \$ 1356.72

cert \$ 52.50

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CERTIFICATE OF
LIMITED PARTNERSHIP OF
RTC DEVELOPMENT LTD.

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The undersigned, constituting all of the general partners of RTC Development Ltd., pursuant to the provisions of Chapter 620, Section 620.108, Florida Statutes (1997), hereby submits the following certificate of limited partnership to form a limited partnership under the laws of the Florida Revised Uniform Limited Partnership Act (1986):

ARTICLE I

The name of this limited partnership, which is hereinafter referred to as "Partnership," shall be RTC Development Ltd.

ARTICLE II

The street address of the initial registered office of the Partnership is 1180 Spring Centre South Boulevard, Suite 211, Altamonte Springs, Florida 32714 and the name of the registered agent of the Partnership at the address is Terry Lubinsky.

ARTICLE III

The principal place of business and mailing address of the Partnership in Florida shall be:

1180 Spring Centre South Boulevard
Suite 211
Altamonte Springs, Florida 32714

ARTICLE IV

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

NAME:

RTC Development Corp.,
a Florida corporation

J51472

ADDRESS:

1180 Spring Centre South
Boulevard
Suite 211
Altamonte Springs, Florida 32714

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ARTICLE V

This Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Department of State, State of Florida and shall terminate on June 15, 2048, unless extended in writing as provided in the Partnership Agreement pursuant to which this Partnership is formed.

IN WITNESS WHEREOF, this Certificate of Limited Partnership of RTC Development Ltd. has been executed by the undersigned to be effective as of the commencement of the term of the Partnership as set forth herein.

GENERAL PARTNER

RTC DEVELOPMENT CORP., a
Florida corporation

By: *Terry Lubinsky*
Name: Terry Lubinsky
Title: President

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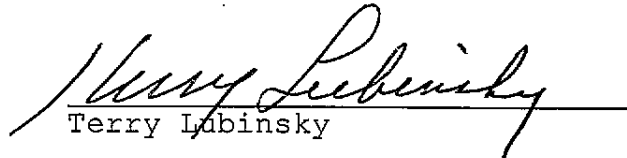
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to the provisions of Chapters 48 and 620, Florida Statutes, the limited partnership identified below hereby submits the following statement in designation of the Registered Office and Registered Agent in the State of Florida.

RTC Development Ltd., desiring to organize as a limited partnership under the laws of the State of Florida, with its registered office at 1180 Spring Centre South Boulevard, Suite 211, Altamonte Springs, Florida 32714, has named Terry Lubinsky, located at the above-registered office, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as Registered Agent for the above-stated limited partnership at the place designated in this Certificate, I hereby acknowledge that I am familiar with the obligations of a registered agent under the laws of the State of Florida and accept to act as Registered Agent for the above-stated limited partnership and agree to comply with the provisions of all laws applicable to the performance of such office.


Terry Lubinsky

Dated: June 24, 1998

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR RTC DEVELOPMENT LTD.

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BEFORE ME, the undersigned personally appeared Terry Lubinsky, as President of RTC Development Corp., the sole general partner of RTC Development Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certifies as follows:

1. The amount of capital contributions anticipated from limited partners of the Partnership at this time is One Hundred Eighty-eight Thousand Eight Hundred Seventeen and 28/100 U.S. Dollars (\$188,817.28).

2. No further capital contributions from the limited partners of the Partnership are reasonably anticipated at this time.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER

RTC DEVELOPMENT CORP., a
Florida corporation

By: Terry Lubinsky
Name: Terry Lubinsky
Title: President

STATE OF FLORIDA .

COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 24th
day of June, 1998, by TERRY M. LUBINSKY, as
of RTC Development Corp., a Florida corporation.
Said person (check one) ☒ is personally known to me or ☐ produced
as identification.

Patsy M. Chace
Print Name: PATSY M. CHACE
Notary Public, State of Florida
Commission No.: CC 617118
My Commission Expires: 3-4-2001

