

# A98000001638



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 880693 9725B

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 6, 1998

ORDER TIME : 1:24 PM

ORDER NO. : 880693-015

CUSTOMER NO: 9725B

CUSTOMER: Stephen Thompson, Esq.  
ROETZEL & ANDRESS

Trainon Centre, Third Floor  
850 Park Shore Drive  
Naples, FL 34103

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DIVISION OF CORPORATIONS  
98 JUL -6 PM 4:19

## DOMESTIC FILING

NAME: PASCO CROSSROADS PARTNERS, LTD

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

Name	76
Availability	
Document	
Examiner	
Updater	
Updater	
Verifier	
Acknowledgment	

DIVISION OF CORPORATIONS

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## CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certify as follows;

1. **Name of Limited Partnership.** The name of the Limited Partnership is PASCO CROSSROADS PARTNERS, LTD., a Florida limited partnership.

2. **Office for Maintenance of Business Records.** The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes is 12995 South Cleveland Avenue, Suite 214, Fort Myers, Florida 33907.

3. **Agent for Service of Process.** The name and address of the Partnership's agent for service of process in Florida is Dale G. Hafele, 12995 South Cleveland Avenue, Suite 214, Fort Myers, Florida 33907.

4. **General partners.** The name and business address of the sole General Partner in the Limited Partnership is as follows:

<u>Name</u>	<u>Business Address</u>
Pasco Crossroads, Inc., a Florida corporation	12995 South Cleveland Avenue Suite 214 Fort Myers, Florida 33907

898-59531

5. **Address of Partnership.** The mailing address of the Limited Partnership is 12995 South Cleveland Avenue, Suite 214, Fort Myers, Florida 33907.

6. **Date of Dissolution.** The latest date on which the Limited Partnership is to dissolve is December 31, 2060.

7. **Effective Date.** This certificate will become effective, and the Limited Partnership will be formed on the date of filing.

Dated: July 2, 1998, at Fort Myers, Florida

### GENERAL PARTNER:

PASCO CROSSROADS, INC.,  
a Florida corporation

By: Dale G. Hafele  
Dale G. Hafele, Vice President

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the Florida Statutes, the following submitted:

That PASCO CROSSROADS PARTNERS, LTD., a Florida limited partnership, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Ft. Myers, State of Florida, has named Dale G. Hafele, 12995 South Cleveland Avenue, Suite 214, Fort Myers, Florida 33907, as its agent to accept service of process within Florida.

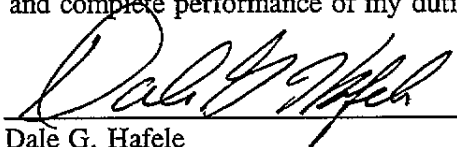
PASCO CROSSROADS PARTNERS, LTD.,  
a Florida limited partnership

By: PASCO CROSSROADS, INC.,  
a Florida corporation

By:   
Dale G. Hafele, Vice President

Dated: July 2, 1998

Having been named to accept service of process for the above-stated limited partnership at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Dale G. Hafele

Dated: July 2, 1998

**AFFIDAVIT OF INITIAL CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA       )  
                                  )ss:  
COUNTY OF COLLIER     )

The undersigned, which is the sole General Partner of PASCO CROSSROADS PARTNERS, LTD., a Florida limited partnership, declares that initial capital contributions of the Limited Partners in the Partnership have been made as follows:

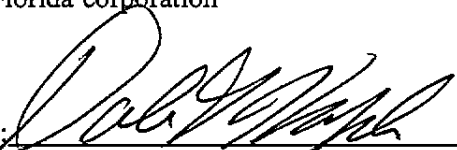
1. The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$6,000,000.00.

Dated: July 2, 1998, at Fort Myers, Lee County, Florida.

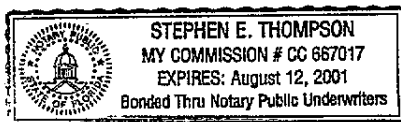
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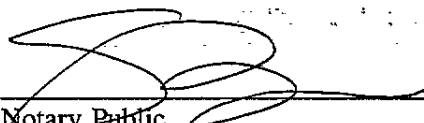
**GENERAL PARTNER:**

PASCO CROSSROADS, INC.,  
a Florida corporation

By:   
Dale G. Hafele, Vice President

Sworn to and subscribed before me this 2d day of July, 1997, by Dale G. Hafele, Vice President of South Orlando, Inc., a Florida corporation and the sole General Partner of South Orlando Partners, Ltd., a Florida limited partnership, who is personally known to me.



  
Notary Public  
Name: Stephen E. Thompson  
(type or print)  
My Commission Expires: