

A98000001650



ACCOUNT NO. : 072100000032

REFERENCE : 877262 7149102

AUTHORIZATION :

COST LIMIT : \$ ~~105.00~~ 140.00

FILED  
98 JUL -7 PM 2:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : July 1, 1998

ORDER TIME : 1:29 PM

ORDER NO. : 877262-005

CUSTOMER NO: 7149102

CUSTOMER: Onelia Gaffney, Paralegal  
CENTRES INC.

~~2000 615128~~

7th

CM

400002578014--5

Two Datron Center, Suite 1528  
9130 S. Dadeland Boulevard  
Miami, FL 33156

DOMESTIC FILING

NAME: CENTRES GROUP SAN ANTONIO  
LIMITED PARTNERSHIP

EFFECTIVE DATE:

       ARTICLES OF INCORPORATION  
X CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
98 JUL -1 PM 1:55  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 1, 1998

CASSANDRA BRYANT  
CSC  
TALLAHASSEE, FL

SUBJECT: CENTRES GROUP SAN ANTONIO LIMITED PARTNERSHIP  
Ref. Number: W98000015138

FILED  
98 JUL -7 PM 2:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for CENTRES GROUP SAN ANTONIO LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$140.00. However, the document has not been filed and is being returned for the following:

Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell  
Corporate Specialist

Letter Number: 798A00035804

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
CENTRES GROUP SAN ANTONIO LIMITED PARTNERSHIP**

The undersigned, desiring to form a limited partnership in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as set forth in Sections 620.101 to 620.192, Florida Statutes, as amended, hereby states as follows:

1. The name of the limited partnership is CENTRES GROUP SAN ANTONIO LIMITED PARTNERSHIP, a Florida limited partnership (the "Limited Partnership").

2. The address of the principal, mailing, and registered office of the Limited Partnership is:

Two Datan Center, Suite 1528  
9130 South Dadeland Boulevard  
Miami, Florida 33156

3. The name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, as amended are:

CENTRES GROUP SAN ANTONIO GP, INC.  
a Florida corporation  
Two Datan Center, Suite 1528  
9130 South Dadeland Boulevard  
Miami, Florida 33156

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

4. The name and business address of the sole general partner of the Limited Partnership are:

CENTRES GROUP SAN ANTONIO GP, INC.  
a Florida corporation  
c/o Centres, Inc.  
3315 North 124<sup>th</sup> Street, Suite E  
Brookfield, Wisconsin 53005

98-57790

5. The mailing address of the sole general partner of the Limited Partnership is:

c/o Centres, Inc.  
3315 North 124<sup>th</sup> Street, Suite E  
Brookfield, Wisconsin 53005

This Instrument Prepared by:  
Arnold D. Shevin, Esq.  
Florida Bar No. 0129474  
Centres Inc.  
Two Datan Center, Suite 1528  
9130 South Dadeland Boulevard  
Miami, Florida 33156

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2045.

The execution of this Certificate of Limited Partnership on behalf of the undersigned sole general partner constitutes an affirmation that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole general partner of the Limited Partnership as of the 30 of June, 1998.

CENTRES GROUP SAN ANTONIO GP,  
a Florida corporation

By:   
Kenneth B. Karl, President

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1998 JUL -7 PM 2:58  
CLERK OF SUPERIOR COURT  
JACKSONVILLE, FLORIDA

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

The undersigned, as President and on behalf CENTRES GROUP SAN ANTONIO GP, INC., a Florida corporation (the "Corporation"), which has been designated as registered agent for CENTRES GROUP SAN ANTONIO LIMITED PARTNERSHIP, a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that the Corporation will accept service of process for and on behalf of the Limited Partnership and that the corporation will comply with any and all laws, including, without limitation, Section 620.192, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited partnership.

Dated: June 30, 1998

CENTRES GROUP SAN ANTONIO GP,  
INC., a Florida corporation

By:   
Kenneth B. Karl, President

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

**STATE OF FLORIDA:**  
**COUNTY OF DADE :**

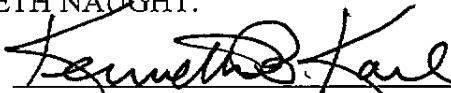
**BEFORE ME**, the undersigned authority, a notary public authorized to administer oaths and to take acknowledgments in and for the State and County aforesaid, personally appeared Kenneth B. Karl, as President of CENTRES GROUP SAN ANTONIO GP, INC., a Florida corporation (the "Corporation"), which corporation is the sole general partner of CENTRES GROUP SAN ANTONIO LIMITED PARTNERSHIP, a Florida limited partnership (the "Limited Partnership"), who, after first being duly sworn on oath, deposes and says as follows on behalf of the Corporation:

1. Affiant is the President and duly authorized to act on behalf of the Corporation, which is the sole general partner of the Limited Partnership.

2. As of the date hereof, the limited partners of the Limited Partnership have actually contributed to the Limited Partnership an aggregate of \$1.00 of the total amount of \$5,000.00 in capital contributions anticipated to be contributed to the Limited Partnership by its limited partners.

3. Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant has read and understands the contents of this Affidavit and the facts stated herein are true and correct to the best of Affiant's knowledge and belief.


FURTHER AFFIANT SAYETH NAUGHT.



Kenneth B. Karl, as President and on behalf of  
CENTRES GROUP SAN ANTONIO GP, INC.,  
a Florida corporation

**THE FOREGOING INSTRUMENT** was acknowledged, sworn to and subscribed before me this 30 day of June, 1998, by Kenneth B. Karl, as President of CENTRES GROUP SAN ANTONIO GP, INC., a Florida corporation, on behalf of such corporation, and who is personally known to me.

My Commission Expires:

  
Print Name: ONELIA GAFFNEY  
NOTARY PUBLIC, STATE OF FLORIDA  
Serial No., if any: \_\_\_\_\_

