

# A98000001673



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 887306 4804992

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 87.50

FILED  
SECRETARY OF CORPORATIONS  
DIVISION  
98 JUL 10 PM 2:23

ORDER DATE : July 10, 1998

ORDER TIME : 11:42 AM

ORDER NO. : 887306-005

CUSTOMER NO: 4804992

CUSTOMER: Ms. Michelle Alessi  
SCOGGINS & GOODMAN, P.C.

245 Peachtree Center Ave. N.e.  
2800 Marquis One Tower  
Atlanta, GA 30303

000002585430--8

DOMESTIC FILING

NAME: SOFRAN LEESBURG, LTD.

EFFECTIVE DATE:

       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: Janice Vanderslice

EXAMINER'S INITIALS:

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DIVISION OF CORPORATION

*MP*  
*7/10/98*

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF SOFRAN LEESBURG, LTD.**

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SECRETARY OF CORPORATIONS  
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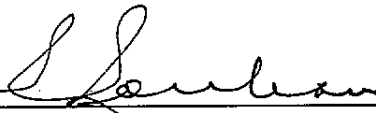
THE INTERESTS IN SOFRAN LEESBURG, LTD. (THE "INTERESTS") ARE SUBJECT TO THE RESTRICTIONS ON TRANSFER AND OTHER TERMS AND CONDITIONS SET FORTH IN THIS AGREEMENT AND MAY NOT BE OFFERED FOR SALE, PLEDGED, HYPOTHECATED, SOLD, ASSIGNED, OR TRANSFERRED AT ANY TIME EXCEPT IN COMPLIANCE WITH THE TERMS AND CONDITIONS HEREOF. THEREFORE, PURCHASERS OF THE INTERESTS WILL BE REQUIRED TO BEAR THE RISK OF THEIR INVESTMENTS FOR AN INDEFINITE PERIOD OF TIME. THE INTERESTS HAVE NOT BEEN REGISTERED (i) UNDER ANY STATE SECURITIES LAWS (THE "STATE ACTS"), (ii) UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "FEDERAL ACT"), OR (iii) UNDER THE SECURITIES LAWS OF ANY FOREIGN JURISDICTION (THE "FOREIGN ACTS"), AND NEITHER THE INTERESTS NOR ANY PART THEREOF MAY BE OFFERED FOR SALE, PLEDGED, HYPOTHECATED, SOLD, ASSIGNED, OR TRANSFERRED AT ANY TIME EXCEPT IN COMPLIANCE WITH THE TERMS AND CONDITIONS OF THIS AGREEMENT AND (1) PURSUANT TO AN EFFECTIVE REGISTRATION STATEMENT UNDER ANY APPLICABLE STATE ACTS OR IN A TRANSACTION THAT IS EXEMPT FROM REGISTRATION UNDER SUCH STATE ACTS OR FOR WHICH SUCH REGISTRATION OTHERWISE IS NOT REQUIRED, (2) PURSUANT TO AN EFFECTIVE REGISTRATION STATEMENT UNDER THE FEDERAL ACT OR IN A TRANSACTION THAT IS EXEMPT FROM REGISTRATION UNDER THE FEDERAL ACT OR FOR WHICH SUCH REGISTRATION OTHERWISE IS NOT REQUIRED, AND (3) PURSUANT TO AN EFFECTIVE REGISTRATION STATEMENT UNDER ANY APPLICABLE FOREIGN ACTS OR IN A TRANSACTION THAT IS EXEMPT FROM REGISTRATION UNDER ANY APPLICABLE FOREIGN ACTS OR FOR WHICH SUCH REGISTRATION IS NOT OTHERWISE REQUIRED.

1. The name of the limited partnership is Sofran Leesburg, Ltd. (the "Partnership").
2. The business address of the Partnership is 808 Third Street, Suite C, Neptune Beach, Florida 32266.
3. The mailing address of the Partnership is 808 Third Street, Suite C, Neptune Beach, Florida 32266.
4. The Registered Agent for Service of Process is Corporation Service Company, located at 1201 Hays Street, Tallahassee, Florida 32301. ~~Karen B. Rozar~~ **Karen B. Rozar, As Its Agent** accepts the designation as Registered Agent for Service of Process.
5. The latest date upon which the Partnership shall be dissolved is December 31, 2058.
6. The General Partner of the Partnership is The Sofran Corporation, a Delaware corporation, located at 2800 Marquis One Tower, 245 Peachtree Center Avenue, N.E., Atlanta, Georgia 30303.

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

Signed this 8<sup>th</sup> day of July, 1998.

THE SOFRAN CORPORATION, a Delaware corporation

By.   
Robert Rouleau, President

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98 JUL 10 PM 2:23

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR SOFRAN LEESBURG, LTD.**

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DIVISION OF CORPORATIONS  
98 JUL 10 PM 2:23

The undersigned constituting all of the general partners of Sofran Leesburg, Ltd., a Florida limited partnership, certify:


The amount of capital contributions to date of the limited partners is \$1,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000.00.

Signed this 8<sup>th</sup> day of July 1998.

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

**THE SOFRAN CORPORATION**, a Delaware corporation

By:   
Robert Rouleau, President