

A98000001 771 <sup>File 2nd</sup>

FILING COVER SHEET

REFERENCE: 0174 . 3249  
DATE: 7-24-98  
CONTACT: CINDY HICKS  
FROM: CORPORATE & CRIMINAL RESEARCH SERVICES  
103 N. MERIDIAN STREET  
TALLAHASSEE, FL 32301  
TELEPHONE: 222-1173  
SUBJECT: Heritage Square Associates, Ltd.

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STATE FEES PREPAID WITH CHECK # 5061 FOR \$ 1,837.50

PLEASE FILE:

( ) ARTICLES OF INC. ( ) AMENDMENT ( ) DISSOLUTION  
( ) ANNUAL REPORT ( ) MERGER ( ) WITHDRAWAL  
( ) QUALIFICATION ☒ LIMITED PARTNERSHIP ( ) ANNUAL REPORT  
( ) FICTITIOUS NAME ( ) LIMITED LIABILITY ( ) REINSTATEMENT  
( ) TRADEMARK/SERVICE ( ) UCC-1 ( ) UCC-3

PROVIDE US WITH:

☒ CERTIFIED COPY ( ) CERTIFICATE OF STATUS ( ) STAMPED COPY

Examiner's Initials

800002597708--5  
-07/24/98--01058--012  
\*\*\*1837.50 \*\*\*1837.50

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**CERTIFICATE OF LIMITED PARTNERSHIP OF  
HERITAGE SQUARE ASSOCIATES, LTD.**

a Florida limited partnership

The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Chapter 620 of the Florida Statutes ("Partnership") does hereby state the following:

1. The name of the Partnership is:  
  
Heritage Square Associates, Ltd.
2. The mailing address of the Partnership is:  
  
c/o David B. Gordon  
Owners Property Management  
5005 West Laurel Street, Suite 206  
Tampa, FL 33607
3. The principal office address of the Partnership is:  
  
c/o David B. Gordon  
Owners Property Management  
5005 West Laurel Street, Suite 206  
Tampa, FL 33607
4. The name and address of the registered agent of the Partnership is:  
  
~~c/o~~ David B. Gordon  
Owners Property Management  
5005 West Laurel Street, Suite 206  
Tampa, FL 33607
5. The name and business address of the general partner is:  
  
KBG Management Corporation,  
a Florida corporation  
c/o David B. Gordon  
Owners Property Management  
5005 West Laurel Street, Suite 206  
Tampa, FL 33607

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6. The latest date upon which the Partnership shall dissolve is December 31, 2047, unless the term of the Partnership is further extended by a Majority in Interest of the Partners as defined in the Limited Partnership Agreement.
7. The effective date of this Certificate of Limited Partnership shall be the effective date of the filing of the certificate of limited partnership with the Department of State.

The execution of this certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by David B. Gordon, as Vice President of KBG Management Corporation, a Florida corporation, as general partner of Heritage Square Associates, Ltd., a Florida limited partnership, this 23 day of July, 1998.

HERITAGE SQUARE ASSOCIATES, LTD.,  
a Florida limited partnership

By: KBG Management Corporation,  
a Florida corporation

WITNESSES:

[Signature]  
[Signature]

By: [Signature]

David B. Gordon  
Its Vice President

"GENERAL PARTNER"

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for HERITAGE SQUARE ASSOCIATES, LTD., a Florida limited partnership, at the place designated in the foregoing Certificate of Limited Partnership, David B. Gordon, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of said duties, and accepts the duties and obligations of Section 620.192 of the Florida Statutes.

Date: 7/23/98

By: \_\_\_\_\_

David B. Gordon  
Registered Agent

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STATE OF FLORIDA  
COUNTY OF SARASOTA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned Notary Public, personally appeared David B. Gordon, as Vice President of KBG Management Corporation, a Florida corporation, as general partner of Heritage Square Associates, Ltd., a Florida limited partnership, hereinafter referred to as "Partnership," who, upon being duly sworn, certified as follows:

1. The amount of the capital contributions of the limited partners of the Partnership is \$250,000.00
2. The amount of additional capital contributions of the limited partners of the Partnership anticipated is \$-0-.

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

HERITAGE SQUARE ASSOCIATES, LTD.,  
a Florida limited partnership

By: KBG Management Corporation,  
a Florida corporation

WITNESSES:

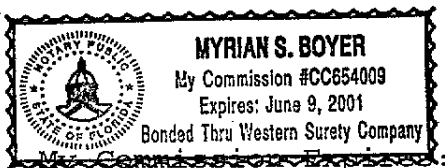
[Signature]  
[Signature]

By:

[Signature]  
David B. Gordon  
Its Vice President

"GENERAL PARTNER"

The foregoing instrument was acknowledged before me, this 23rd day of JULY, 1998, by David B. Gordon, as Vice President of KBG Management Corporation, a Florida corporation as general partner of Heritage Square Associates, Ltd., a Florida limited partnership, and who is personally known to me and who did not take an oath.



[Signature]  
Notary Public  
Print Name MYRIAN S. BOYER

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