



THE UNITED STATES
CORPORATION
COMPANY

A98000001846

ACCOUNT NO. : 072100000032

REFERENCE : 910674 4329479

AUTHORIZATION :

Patricia Piggitt

COST LIMIT : \$ 148.75

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUL 30 AM 10:10

ORDER DATE : July 30, 1998

ORDER TIME : 12:21 PM

ORDER NO. : 910674-005

CUSTOMER NO: 4329479

CUSTOMER: Jeffrey Decker, Esq
BAKER & HOSTETLER

200 South Orange Avenue
Suntrust Center Suite 2300
Orlando, FL 32802-0112

100002602981--8

DOMESTIC FILING

NAME: BIRCHWOOD LIMITED PARTNERSHIP

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

RECEIVED
98 JUL 30 PM 1:10
DIVISION OF CORPORATIONS

(5)

7/30/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 30, 1998

CASSANDRA BRYANT
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: BIRCHWOOD LIMITED PARTNERSHIP
Ref. Number: W98000017355

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 30 AM 10:10

We have received your document for BIRCHWOOD LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$148.75. However, the document has not been filed and is being returned for the following:

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 598A00040122

RESUBMIT
Please give original
submission date as file date.

RECEIVED
98 JUL 31 AM 8:28
DIVISION OF CORPORATION

**CERTIFICATE OF LIMITED PARTNERSHIP
OF**

**BIRCHWOOD ACRES LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

FILED STATE
SECRETARY OF CORPORATIONS
98 JUL 30 AM 10:10

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is Birchwood Acres Limited Partnership, a Florida limited partnership.
2. The address of the office of the limited partnership is 20 North Orange Avenue, Suite 1400, Orlando, Florida 32801.
3. The name and address of the agent for service of process on the limited partnership is A.G.C. Co., 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801.
4. The name and business address of the General Partner is:

Three E Corporation
651 Bryn Mawr Street
Orlando, Florida 32804
P97000107121
5. The mailing address of the limited partnership is:

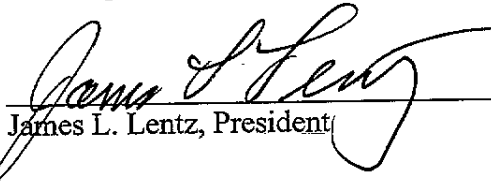
20 North Orange Avenue
Suite 1400
Orlando, Florida 32801
6. The latest date upon which the limited partnership shall dissolve is December 31, 2025.
7. See attached Affidavit of Limited Partner's Capital Contributions.

The execution of the 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 the General Partner this 29th day of July, 1998.

"General Partner"

Three E Corporation

By: 

James L. Lentz, President

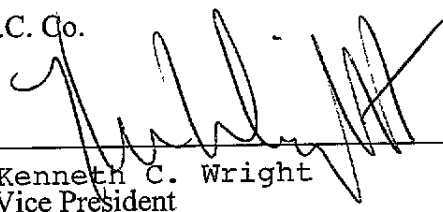
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process and serve as registered agent for Birchwood Acres Limited Partnership, a Florida limited partnership, in the foregoing Certificate of Limited Partnership, the undersigned, by and through its duly elected officer, hereby agrees to accept service of process for said limited partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

"Registered Agent"

A.G.C. Co.

By: 

Kenneth C. Wright
Vice President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole general partner of Birchwood Acres Limited Partnership, a Florida limited partnership, certifies as follows:

1. The amount of capital contributions to date of the limited partner is \$0.00.
2. The total amount contributed and anticipated to be contributed by the limited partner at this time totals \$100.00.

FURTHER AFFIANT SAYETH NOT.

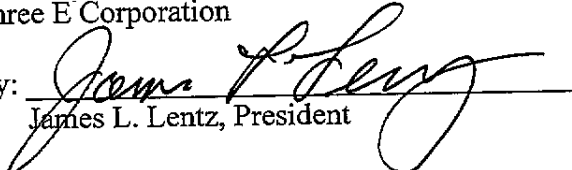
Under penalties of perjury, I declare that I have read the foregoing and that the contents thereof and that the facts stated herein are true and correct, to the best of my knowledge and belief.

Dated: July 29, 1998.

"General Partner"

Three E Corporation

By:


James L. Lentz, President

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