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Davis & Sons Construction Company

August 19, 1998

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee FL 32314

100002620521--0
-08/20/98--01016--003
*****96.25 *****96.25

RE: Aspen Ridge of Gainesville Ltd

Dear Sirs,

Enclosed are two (2) originals of a Certificate of Limited Partnership Agreement and a check in the amount of \$96.25 for recordation, designation of registered agent, and Certificate of Status fees.

Upon completion, please return one copy to us along with the Certificate of Status.

Thank you for your cooperation in this matter.

Sincerely,



Karen D. Griffin
Executive Secretary

/kdg

Enclosures

A98-1966

Name	MBH
Availability	MBH
Document	MBH
Examiner	MBH
Updater	MBH
Updater	MBH
Verifier	MBH
Acknowledgement	MBH
W. P. Verifier	MBH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 20 AM 11:24

STATE OF FLORIDA)
)
COUNTY OF ALACHUA)

CERTIFICATE OF
LIMITED PARTNERSHIP AGREEMENT
for

ASPEN RIDGE OF GAINESVILLE LTD.

The undersigned, desiring to form a Limited Partnership pursuant to the laws of the State of Florida, and being severally duly sworn, certify as follows:

1. The name of the limited partnership is:
ASPEN RIDGE OF GAINESVILLE LTD.

2. The principal place of business and the mailing address of the limited partnership is located at:

5700 SW 34th Street, Suite 1307
Gainesville, Florida 32608

3. The name and business address of each General Partner interested in the limited partnership is as follows:

EarthArt, Incorporated
5700 SW 34th Street, Suite 1307
Gainesville, Florida 32608

672943

The name and business address of each Limited Partner interested in the limited partnership is as follows:

Davis Heritage Ltd.
5700 SW 34th Street, Suite 1307
Gainesville, Florida 32608

4. The name and address of the registered agent of this limited partnership is as follows:

Norita V. Davis
20721 SW 46th Avenue
Newberry, Florida 32669

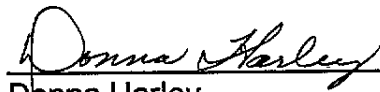
5. The term for which the partnership is to exist is from the commencement date of the Agreement and shall continue in force until December 31, 2048 unless sooner terminated as provided in the Limited Partnership Agreement or by operation of law, at the discretion of the General Partner(s); or by the decision of any limited partner.

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DATED: Gainesville, Florida this 18th day of August, 1998.


IN WITNESS WHEREOF, the parties hereto have executed this Agreement.

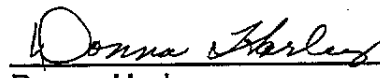
Signed, sealed and delivered
in our presence as witnesses:


Donna Harley

GENERAL PARTNER: EarthArt, Incorporated

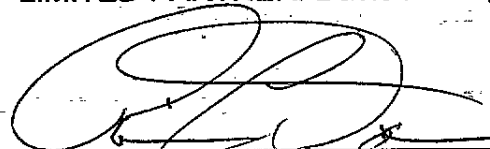

Karen Griffin


Ronnie C. Davis, President


Donna Harley

LIMITED PARTNER: Davis Heritage Ltd.


Karen Griffin


EarthArt, Incorporated
General Partner
Ronnie C. Davis, President

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ACKNOWLEDGMENT

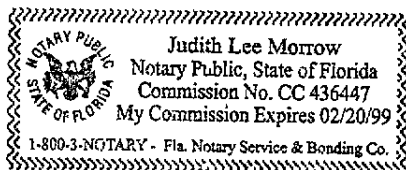
STATE OF: FLORIDA
COUNTY OF: ALACHUA

BEFORE ME this day, being duly sworn, personally appeared **RONNIE C. DAVIS, PRESIDENT OF EARTHART, INCORPORATED**, known by me to be the individual described herein and he acknowledges before me that he executed the foregoing agreement freely and voluntarily for the purposes therein expressed.

Sworn to and subscribed before me this 19th day of August, 1998.

Judith Lee Morrow
NOTARY PUBLIC

My Commission Expires:



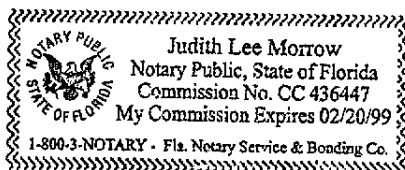
STATE OF: FLORIDA
COUNTY OF: ALACHUA

BEFORE ME this day, after being duly sworn, personally appeared **RONNIE C. DAVIS, PRESIDENT OF EARTHART, INCORPORATED WHICH IS THE GENERAL PARTNER OF DAVIS HERITAGE LTD.**, known by me to be the individual described herein and he acknowledges before me that he executed the foregoing agreement freely and voluntarily for the purpose therein expressed.

Sworn to and subscribed before me this 19th day of August, 1998.

Judith Lee Morrow
NOTARY PUBLIC

My Commission Expires:



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REGISTERED AGENT DESIGNATION

I, Norita V. Davis, do hereby accept the designation as registered agent for ASPEN
RIDGE OF GAINESVILLE LTD., a Florida Limited Partnership.

Norita V. Davis
Norita V. Davis

8-19-98
Date

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AFFIDAVIT AS TO CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, the undersigned, constituting all of the General Partners of ASPEN RIDGE OF GAINESVILLE LTD., a Florida Limited Partnership, certify as follows:

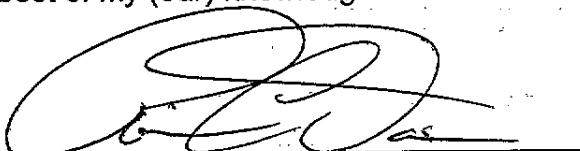
The amount of capital contributions to date of the limited partners is \$100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

This 19th day of AUGUST, 1998.

FURTHER AFFIANT SAYETH NOT.

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



EarthArt, Incorporated
General Partner
Ronnie C. Davis, President

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