Division of Corporations

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# Florida Department of State

Division of Corporations Public Access System Sandra B. Mortham, Secretary of State

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To:

Division of Corporations

Fax Number

: (850) 922-4003

From:

Kyle L. WhiteJohnson CNL GROUP, INC.

Account Name

Account Number : 113615003626

Phone

(407) 650-1000

Fax Number

(407)648-8920

\* Please note the corporate general partner of this limited partnership is being filed this date under Fax Audit No. H98000015709 2. Please coordinate these filings.

# FLORIDA LIMITED PART

| W48-19318            | CNL METRIC VENTURE, LTD.  |            |
|----------------------|---------------------------|------------|
| Name<br>Availability | 00500-00454-              | 00671      |
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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 24, 1998

KYLE L. WHITE-JOHNSON

SUBJECT: CNL METRIC VENTURE, LTD.

REF: W98000019318

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 620.108, Florida Statutes, requires the affidavit include the amount of capital contributions of the limited partners and the amount anticipated to be contributed.

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) 487-6967.

Michelle Hodges Document Specialist

FAX Aud. #: H98000015710 Letter Number: 198A00043781

SECRETARY OF STATE DIVISION OF CORPORATIONS

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## CERTIFICATE OF LIMITED PARTNERSHIP

#### <u>OF</u>

# CNL METRIC VENTURE, LTD.

The undersigned, hereby makes, acknowledges and files with the Secretary of State of the State of Florida, this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

- 1. <u>NAME OF PARTNERSHIP</u>: The name of the partnership shall be CNL METRIC VENTURE, LTD.
- 2. <u>LOCATION OF PRINCIPAL PLACE OF BUSINESS</u>: The principal place of business of the partnership shall be located at 400 East South Street, Suite 500, Orlando, Florida 32801.
  - 3. NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS:

Robert A. Bourne 400 East South Street, Suite 500 Orlando, Florida 32801

4. NAME AND BUSINESS ADDRESS OF EACH GENERAL PARTNER:

CNL Metric Venture, Inc. 400 East South Street, Suite 500 Orlando, Florida 32801

5. MAILING ADDRESS OF THE LIMITED PARTNERSHIP:

400 East South Street, Suite 500 Orlando, Florida 32801

SECRETARY OF STATE DIVISION OF CORPORATIONS

This document was prepared by:
Kyle L. WhiteJohnson
CNL Group, Inc.
400 East South Street, Suite 500
Orlando, Florida 32801
407/650-1000

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6. <u>TERM</u>. The partnership shall be dissolved on December 31, 2028 unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the partnership.

EXECUTED this 24th day of August, 1998.

## GENERAL PARTNER:

CNL METRIC VENTURE, INC. as General Partner

By: Robert A. Bourne, President

SECRETARY OF STATE
DIVISION OF CORPORATIONS

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# ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, Robert A. Bourne, accepts his designation as Registered Agent for CNL METRIC VENTURE, LTD. and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.

EXECUTED this 24th day of August, 1998.

Robert A. Bourne, Registered Agent

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## AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.108, the undersigned certifies that the total amount of capital contributions contributed and anticipated to be contributed by the Limited Partners of CNL METRIC VENTURES, LTD. are \$1,000,000.00. No additional capital contributions by the Limited Partners are anticipated at this time.

#### FURTHER AFFIANT SAYETH NOT.

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

EXECUTED this 24th day of August, 1998.

**GENERAL PARTNER:** 

CNL METRIC VENTURE, INC

As General Partner

By:

Robert A. Bourne, President