

# A98000002655



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 049325 5011958

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ ~~96-25~~

FILED OF STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 DEC -2 PM 3:43

ORDER DATE : December 2, 1998 *140:00*

ORDER TIME : 12:36 PM

ORDER NO. : 049325-010

CUSTOMER NO: 5011958

200002700482--7

CUSTOMER: Kim August, Legal Asst  
GREENSPOON MARDER HIRSCHFELD  
GREENSPOON MARDER HIRSCHFELD  
135 West Central Blvd Ste 1100  
South Trust Bank Building  
Orlando, FL 32801

FILED  
98 DEC -2 PM 1:18  
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: THE VILLAS AT RIVERWALK, LTD.

EFFECTIVE DATE:

       ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

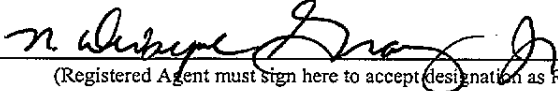
CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS: *BN*

*12/2/98*

CERTIFICATE OF LIMITED PARTNERSHIP

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DIVISION OF CORPORATIONS  
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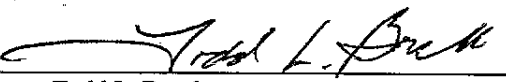
1. THE VILLAS AT RIVERWALK, LTD.  
(Name of Limited Partnership)
2. 1275 Lake Heathrow Lane, Suite 105, Heathrow, Florida 32746  
(Business Address of Limited Partnership)
3. N. Dwayne Gray, Jr., Esquire  
(Name of Registered Agent for Service of Process)
4. Greenspoon, Marder, Hirschfeld, Raffkin, Ross & Berger, P.A., 135 West Central Blvd., Suite 1100, Orlando, Florida 32801  
(Florida Street Address for Registered Agent)
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1275 Lake Heathrow Lane, Suite 105, Heathrow Florida 32746  
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2050
8. Name(s) of general partner(s):  
The Villas at Riverwalk, Inc.,  
a Florida corporation  
Street address:  
1275 Lake Heathrow Lane, Suite 105  
Heathrow, Florida 32746

*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 23<sup>rd</sup> day of November, 1998.

Signature of all general partners:

THE VILLAS AT RIVERWALK, INC.

By:   
Name: Todd L. Borck  
Title: President

## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for **THE VILLAS AT RIVERWALK, LTD.**, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:



N. Dwayne Gray, Jr., Esquire  
Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A.  
135 West Central Blvd., Suite 1100  
Orlando, Florida 32801

Dated: November 23, 1998

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR  
THE VILLAS AT RIVERWALK, LTD.,  
A FLORIDA LIMITED PARTNERSHIP**

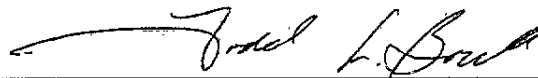
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DIVISION OF CORPORATIONS  
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**STATE OF FLORIDA  
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority, personally appeared Todd L. Borck, President of THE VILLAS AT RIVERWALK, INC., a Florida corporation, the sole general partner of THE VILLAS AT RIVERWALK, LTD., (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partner is, in the aggregate, One Hundred and No/100 Dollars (\$100.00).
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partner.

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



Todd L. Borck

Sworn to and subscribed before me this 23<sup>rd</sup> day of November, 1998, by Todd L. Borck, as President of THE VILLAS AT RIVERWALK, INC., a Florida, the sole general partner of THE VILLAS AT RIVERWALK, LTD., a Florida limited partnership, who is personally known.



NOTARY PUBLIC



**N. Dwayne Gray, Jr.**  
MY COMMISSION # CC486329 EXPIRES  
November 1, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.