

**CORPORATE  
ACCESS,  
INC.**

**A98000002807**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 Fax (904) 222-1666

**WALK IN**

**PICK UP**

**12/21/98**

*(Handwritten signature)*

CERTIFIED COPY

CUS

✓ PHOTO COPY

✓ FILING

**Ltd.**

1.) **McGuire Properties, Ltd.**  
(CORPORATE NAME & DOCUMENT #)

2.)  
(CORPORATE NAME & DOCUMENT #)

**100002717131--2**

**-12/21/98--01021--004**

**\*\*\*1855.00 \*\*\*1785.00**

3.)  
(CORPORATE NAME & DOCUMENT #)

4.)  
(CORPORATE NAME & DOCUMENT #)

5.)  
(CORPORATE NAME & DOCUMENT #)

6.)  
(CORPORATE NAME & DOCUMENT #)

7.)  
(CORPORATE NAME & DOCUMENT #)

8.)  
(CORPORATE NAME & DOCUMENT #)

9.)  
(CORPORATE NAME & DOCUMENT #)

10.)  
(CORPORATE NAME & DOCUMENT #)

**File Inc**  
**\$1785.00**

**(5)**

**BK**  
**12/21/98**

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**SECRETARY OF STATE**  
**DIVISION OF CORPORATIONS**  
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**SPECIAL INSTRUCTIONS**

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MCGUIRE PROPERTIES, LTD.**

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THE UNDERSIGNED, desiring to form the Limited Partnership of MCGUIRE PROPERTIES, LTD. (the "Partnership"), pursuant to the Revised Uniform Limited Partnership Act of the State of Florida, hereby adopts, files, swears to and certifies this Certificate:

1. Name. The name of the Partnership is MCGUIRE PROPERTIES, LTD. (the "Partnership").

2. Location of the Principal Office and Mailing Address of the Partnership. The principal office of the Partnership is located at and its mailing address is 12528 Lakeshore Drive, Clermont, Florida 34711.

3. Agent for Service of Process. The name and address of the agent for service of process on the Partnership shall be Lois B. McGuire, 12528 Lakeshore Drive, Clermont, Florida 34711.

4. Name and Business Address of the General Partner. The name and business address of the General Partner is as follows:

McGuire Property Management, Inc.  
12528 Lakeshore Drive  
Clermont, Florida 34711

99800005482

5. Term of the Partnership. The Partnership shall continue in existence until 11:59 P.M. on December 31, 2097, unless sooner terminated, liquidated or dissolved by law or in accordance with the Partnership Agreement.

6. Real Property. A conveyance or encumbrance of real property or any interest therein held in the name of the Partnership, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership's name by the General Partner.

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, the parties hereby have sworn to and signed and will cause to be duly filed this Certificate of Limited Partnership. This Certificate is executed this 16<sup>th</sup> day of December, 1998.

MCGUIRE PROPERTY MANAGEMENT, INC.

By:

*Lois B. McGuire*

Lois B. McGuire  
Its President

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, personally appeared Lois B. McGuire, as President of McGuire Property Management, Inc., General Partner of MCGUIRE PROPERTIES, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon being duly sworn, certifies on behalf of the Partnership as follows:

1. At this time, no capital has been contributed to the Partnership by the limited partners.
2. It is anticipated that the aggregate amount of capital to be contributed to the Partnership by the limited partners will total Four Million Dollars and No/100 Dollars (\$4,000,000.00).

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, the undersigned declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

Signed, sealed and delivered  
in the presence of:

MCGUIRE PROPERTY MANAGEMENT, INC.

Linda M. Topping  
Sydney G. Bragg

By: Lois B. McGuire  
Lois B. McGuire  
Its President

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of Dec., 1998, by Lois B. McGuire, as President of McGuire Property Management, Inc., General Partner of MCGUIRE PROPERTIES, LTD.

☒ Personally Known OR \_\_\_\_\_ Produced Identification;  
Type of Identification Produced: \_\_\_\_\_

Linda M. Topping  
Signature of Notary Public  
Name of Notary Public  
  
LINDA M. TOPPING  
MY COMMISSION # CC-741709  
EXPIRES: 06/22/2002  
1-800-3-NOTARY Fla. Notary Services & Bonding Co.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

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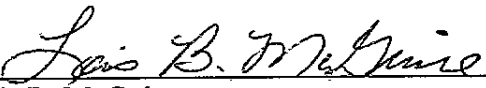
In compliance with Section 620.192, Florida Statutes, the following is submitted:

MCGUIRE PROPERTIES, LTD., a limited partnership formed pursuant to the laws of the State of Florida with its registered office at 12528 Lakeshore Drive, Clermont, Florida 34711, has named and designated Lois B. McGuire as its Registered Agent to accept service of process within the State of Florida at said address.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named limited partnership, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 16th day of December, 1998.

  
Lois B. McGuire  
Registered Agent