



**THE UNITED STATES
CORPORATION
COMPANY**

A99000000010

ACCOUNT NO. : 072100000032

REFERENCE : 084800 4323655

AUTHORIZATION :

COST LIMIT : \$ PPD

A99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 31 AM 10:48

ORDER DATE : December 31, 1998

ORDER TIME : 10:0 AM

ORDER NO. : 084800-005

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-12/31/98--01042--008
***1837.50 ***1837.50

CUSTOMER NO: 4323655

CUSTOMER: Preston O. Cockey, Jr., Esq
ANNIS MITCHELL COCKEY EDWARDS
ANNIS MITCHELL COCKEY EDWARDS
Suite 2100
201 N. Franklin Street
Tampa, FL 33602

eff. date no

DOMESTIC FILING

NAME: HERITAGE PLAZA 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: Tamara Odom

EXAMINER'S INITIALS:

RECEIVED
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DIVISION OF CORPORATIONS

Name	Walt
Availability	12/31
Document	
Examiner	
Updater	
Reviewer	
Approver	
W. P. Verger	

BK

12/31/98

FF# 1756.⁰⁰
RA 35.⁰⁰
CC 52.50



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 31, 1998

CSC

TALLAHASSEE, FL

SUBJECT: HERITAGE PLAZA LTD.
Ref. Number: W98000029332

We have received your document for HERITAGE PLAZA LTD. and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date cannot be prior to or more than 90 days after the date of filing in this office.

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) 487-6911.

Brenda Tadlock
Sr. Corporate Section Administrator

Letter Number: 298A00061203

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 31 AM 10:48

**CERTIFICATE OF
LIMITED PARTNERSHIP OF
HERITAGE PLAZA LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 31 AM 10:48

The undersigned hereby executes and swears to this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida.

1. **Name of Partnership.** The name of the Partnership shall be HERITAGE PLAZA LTD.

2. **Address of Recordkeeping Office; Agent for Service of Process.** The records to be kept pursuant to *Florida Statute* Section 620.106 shall be located at 9261 Lazy Lane, Tampa, Florida 33614, and the name of the Partnership's agent for service of process at said address is Richard L. Trzcinski.

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

Name	Address
Port Charlotte Holdings, Inc.	9261 Lazy Lane Tampa, Florida 33614

4. **Mailing Address for the Limited Partnership.** The mailing address for the Limited Partnership shall be located at 9261 Lazy Lane, Tampa, Florida 33614.

5. **Term.** The term for which the Partnership is to exist shall be twenty-four (24) months from December 31, 1998, unless sooner terminated in accordance with the Limited Partnership Agreement for the Partnership.

DATED this 30th day of December, 1998.

GENERAL PARTNER: Port Charlotte Holdings, Inc., a Florida Corporation

By: Richard L. Trzcinski
Richard L. Trzcinski, President

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Limited Partnership, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Richard L. Trzcinski
Richard L. Trzcinski

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

I, Richard L. Trzcinski, as President of Port Charlotte Holdings, Inc., the sole general partner of Heritage Plaza Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certifies as follows:

1. The limited partner has contributed \$472,000.00 of capital to the Partnership.

2. It is anticipated that additional contributions shall be contributed by the limited partner in the future in the amount of \$2,855,237.00.

This 30th day of December, 1998.

FURTHER AFFIANT SAYETH NOT.

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.

GENERAL PARTNER:

Port Charlotte Holdings, Inc., a Florida Corporation

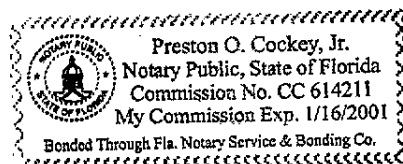
By: Richard L. Trzcinski
Richard L. Trzcinski, President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 30th day of December, 1998, by Richard L. Trzcinski as President of Port Charlotte Holdings, Inc., a Florida corporation, as general partner of Heritage Plaza Ltd., a Florida limited partnership, on behalf of the corporation and the limited partnership. He is personally known to me or has produced _____ as identification.

Preston O. Cockey, Jr.
NOTARY PUBLIC
Name: PRESTON O. COCKEY, JR.
Commission No. _____
My Commission Expires: _____

6524-003-0626818.01



FILED IN STATE RECORDS
OFFICE OF THE CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF HILLSBOROUGH
FLORIDA
DEC 31 AM 10:48 '98