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KRASNY AND DETTMER
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AND COUNSELORS AT LAW

THE RIVERFRONT BUILDING
304 S. HARBOR CITY BOULEVARD, SUITE 201
POST OFFICE BOX 428
MELBOURNE, FLORIDA 32902-0428

TELEPHONE (407) 723-5646
TELECOPIER (407) 768-1147

MIKE KRASNY
DALE A. DETTMER*
SCOTT KRASNY

*BOARD CERTIFIED IN TAXATION

January 21, 1998

Secretary of State
Department of Corporations
P.O. Box 6327
Tallahassee, FL 32301

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-01/25/99--01110--006
***1785.00 ***1785.00

Re: Orlando Midtown Lodge, Ltd.

Gentlemen:

Enclosed please find the following documents for filing:

1. Certificate of Limited Partnership.
2. Affidavit of Capital Contributions for Florida Limited Partnership.

I also enclose my trust account check made payable to the Secretary of State in the amount of \$1,785 to cover the cost of filing and the Registered Agent Designation fee.

Thanks you for your assistance in this matter.

Very truly yours,

KRASNY AND DETTMER


Dale A. Dettmer

| | |
|-----------------|---------|
| Name | 1/28/99 |
| Availability | dcc |
| DAD: sc | |
| Document | |
| Examiner | DCC |
| Updater | DCC |
| Updater | |
| Verifier | DCC |
| Acknowledgement | DCC |
| W. P. Verifier | DCC |

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TC
\$3,500,000.00

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99 JAN 25 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

1. The name of the Limited Partnership is Orlando Midtown Lodge, Ltd.
2. The business address of the Limited Partnership is 215 Bally Shannon, Unit C-502, Melbourne Beach, FL 32951.
3. The name of the Registered Agent is I.D. Voldness.
4. The address of the Registered Agent is 215 Bally Shannon, Unit C-502, Melbourne Beach, FL 32951.
5. I.D. Voldness
(Signature of Registered Agent)
6. The mailing address of the Limited Partnership is 215 Bally Shannon, Unit C-502, Melbourne Beach, FL 32951.
7. The latest date upon which the Limited Partnership is to be dissolved is January 1, 2050.

8. Name of General Partners:

I.D. Voldness, L.L.C.

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Street Address:

215 Bally Shannon
Unit C-502
Melbourne Beach, FL 32951

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99 JAN 25 PM 2:08
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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 9 day of December, 1998.

I.D. VOLDNESS, L.L.C., General Partner

By: I.D. Voldness
I.D. Voldness, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIPS

The undersigned, a General Partner of ORLANDO MIDTOWN LODGE LTD., a Florida Limited Partnership certifies:

1. The amount of capital contributions to date of the limited partners is \$3,500,000.

2. I.D. VOLDNESS, L.L.C. is the general partner of ORLANDO MIDTOWN LODGE, LTD.

3. The amount contributed and anticipated to be contributed by the limited partners at this time totals \$3,500,000.

Executed this 9 day of December, 1998.

Under penalties of perjury declares that he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

I.D. VOLDNESS, L.L.C., General Partner

By: I.D. Voldness

I.D. VOLDNESS, President

SECRET
JAN 25 1999
TALLAHASSEE, FLORIDA

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