



THE UNITED STATES
CORPORATION
COMPANY

A99000000525

ACCOUNT NO. : 072100000032

REFERENCE : 189408 4340257

AUTHORIZATION : 1

COST LIMIT : \$ PREPAID

ORDER DATE : March 31, 1999

ORDER TIME : 11:56 AM

ORDER NO. : 189408-005

CUSTOMER NO: 4340257

100002825531--2
-03/31/99--01072--003
***1785.00 ***1785.00

CUSTOMER: Kathleen Haggerty, Legal Asst.
SMITH, HULSEY & BUSEY
SMITH, HULSEY & BUSEY
225 Water St. / Ste. 1800
First Union National Bank Twr.
Jacksonville, FL 32202

DOMESTIC FILING

NAME: WALDEN CHASE DEVELOPERS, LTD.

EFFECTIVE DATE: (7)

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS: *bjk*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 AM 10:46

3/31/99

RECEIVED
99 MAR 31 PM 12:55



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 31, 1999

JAMES GUY
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: WALDEN CHASE DEVELOPERS, LTD.
Ref. Number: W99000007781

RESUBMIT
Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 AM 10:46

We have received your document for WALDEN CHASE DEVELOPERS, LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$1,785.00 payment.

On the AFFIDAVIT, is the \$2,000,000.00 amount in Item 7, the TOTAL ANTICIPATED LIMITED PARTNER CONTRIBUTION AMOUNT? Or is it going to be in ADDITION to the \$2,000,000.00 that is mentioned in Item 6?

Please add language to clarify.,

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 599A00016415

*Buck -
Can we please have 3/31 date.*

Thanks



RECEIVED
99 APR -1 AM 9:54

CERTIFICATE OF LIMITED PARTNERSHIP

OF

WALDEN CHASE DEVELOPERS, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 AM 10:46

THIS CERTIFICATE OF LIMITED PARTNERSHIP of Walden Chase Developers, Ltd. is executed this 30th day of March, 1999, by Florida First Coast Development Corporation, a Florida corporation, as managing general partner and A. J. Johns, L.L.C., a Florida limited liability company as general partner (collectively referred to as the "General Partners").

1. The name of the limited partnership is Walden Chase Developers, Ltd. (the "Partnership").

2. The office address of the Partnership is 2999 Hartley Road, Suite 102, Jacksonville, Florida 32257.

3. The name and address of the registered agent are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

4. The names and business addresses of the General Partners of the Partnership are:

Florida First Coast Development Corp.
2999 Hartley Road
Suite 102
Jacksonville, Florida 32257

G94142

A. J. Johns, L.L.C.
3225 Anniston Road
Jacksonville, Florida 32246

L99000001772

5. The Partnership's mailing address is 2999 Hartley Road, Suite 102, Jacksonville, Florida 32257.

6. The latest date upon which the Partnership is to dissolve is March 31, 2009.

MANAGING GENERAL PARTNER:

FLORIDA FIRST COAST DEVELOPMENT CORPORATION, a Florida corporation

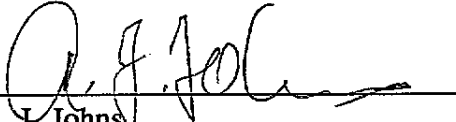
By: _____

Raymond M. O'Steen
Its President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 AM 10:46

GENERAL PARTNER:

A. J. JOHNS, L.L.C., a Florida limited
liability company

By: 
A. J. Johns
Managing Member

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
COUNTY OF DUVAL)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 31 AM 10:46

On this day personally appeared before me, an officer duly authorized to administer oaths, Raymond M. O'Steen and A. J. Johns, whom being first duly sworn, depose and say:

1. That A.J. Johns is the Managing Member of A. J. Johns, L.L.C., a Florida limited liability company.

2. That A. J. Johns, L.L.C., is a general partner of Walden Chase Developers, Ltd., a Florida limited partnership (the "Partnership").

3. That Raymond M. O'Steen is the President of Florida First Coast Development Corporation, a Florida corporation.

4. That Florida First Coast Development Corporation is the managing general partner of the Partnership.

5. That A. J. Johns, L.L.C., and Florida First Coast Development Corporation are collectively the general partners of the Partnership.

6. That the amount of capital contribution of the limited partners in the Partnership is \$2,000,000.

7. That the anticipated amount of the capital contributions of the limited partners in the Partnership is \$2,000,000. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$2,000,000.

8. That this affidavit is made in accordance with Section 620.108(1), Florida Statutes.

**FLORIDA FIRST COAST DEVELOPMENT
CORPORATION, a Florida corporation**

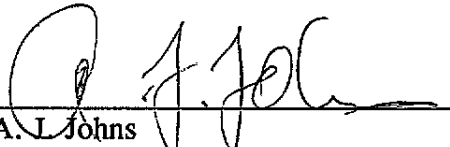
By: _____

Raymond M. O'Steen
Its President

Managing General Partner

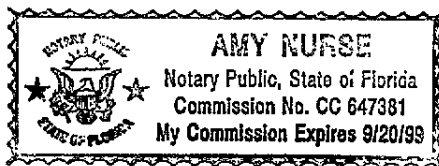
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DIVISION OF CORPORATIONS
99 MAR 31 AM 10:46

A. J. JOHNS, L.L.C., a Florida limited liability company

By: 
A. J. Johns
Managing Member

General Partner

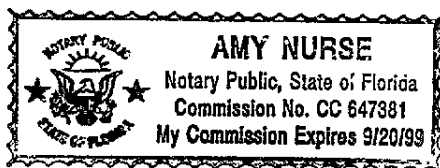
Sworn to and subscribed to me this 30th day of March, 1999, by Raymond M. O'Steen, who is personally known to me or who produced _____ as identification and who took an oath.



Amy Nurse
Name: Amy Nurse
Notary Public, State of Florida

My commission expires: 9-20-99

Sworn to and subscribed to me this 30th day of March, 1999, by A. J. Johns, who is personally known to me or who produced _____ as identification and who took an oath.



Amy Nurse
Name: Amy Nurse
Notary Public, State of Florida

My commission expires: 9-20-99

CERTIFICATE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for Walden Chase Developers, Ltd. at the place designated in the Certificate of Limited Partnership, Smith Hulsey and Busey hereby accepts the appointment as registered agent and agrees to act in this capacity. Smith Hulsey & Busey further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent.

SMITH HULSEY & BUSEY

By: Harry M. Wilson
HARRY M. WILSON, III
Its Vice-President

Date: 3/30/99

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