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## CERTIFICATE OF LIMITED PARTNERSHIP OF <u>HP PREFERRED LIMITED PARTNERSHIP</u>

THE UNDERSIGNED, desiring to form the Limited Partnership of HP PREFERRED LIMITED PARTNERSHIP (the "Partnership"), pursuant to the Revised Uniform Limited Partnership Act of the State of Florida, hereby adopt, file, swear to and certify this Certificate:

1. <u>Name</u>. The name of the Partnership is HP Preferred Limited Partnership (the "Partnership").

2. Location of the Principal Office and Mailing Address of the Partnership. The principal office of the Partnership referred to in Section 620.105, Florida Statutes, is located at and its mailing address is 6401 Edgewater Drive, Orlando, Florida 32810.

3. <u>Agent for Service of Process</u>. The name and address of the agent for service of process on the Partnership shall be Michael Halliday at 6401 Edgewater Drive, Orlando, Florida 32810.

4. <u>Name and Business Address of the Partners</u>. The names and business addresses of the Partners, General and Limited, respectively, are as follows:

General Partner:

Douglas G. Halliday 6401 Edgewater Drive Orlando, FL 32810 Limited Partners: \_

Douglas G. Halliday, Trustee of the Douglas G. Halliday Revocable Trust u/a/d 4/27/99 6401 Edgewater Drive Orlando, FL 32810

Douglas G. Halliday, Trustee of the Christopher Halliday Family Trust u/a/d 4/27/99 6401 Edgewater Drive Orlando, FL 32810

5. <u>Term of the Partnership</u>. The Partnership shall commence on April <u>28</u>, 1999, and continue in existence until December 31, 2039, unless sooner terminated, liquidated or dissolved by law or in accordance with the Partnership Agreement. 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 27 day of April, 29 1999.

Hallida

STATE OF FLORIDA COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before  $\overline{\text{me}}$  this 2?day of April, 1999, a General Partner of the HP Preferred Limited Partnership. Said person did not take an oath and (check one) is personally known to me or X produced a valid drivers license (issued by a state of the United States within the last five (5) years) as identification.

Print-Name: Donna Batchelder Notary Public - State of Florida Commission Number: CC 456369 My Commission Expires: 08/04/99



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STATE OF FLORIDA

COUNTY OF SEMINOLE

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Douglas G. Halliday, as General Partner of HP PREFERRED LIMITED PARTNERSHIP, hereinafter referred to as the "Partnership", who, upon being duly sworn, certified on behalf of the General Partners and the Partnership as follows:

1. The amount of the capital contributions made to the Partnership by the limited partners is One Million Forty-Four Thousand Seven Hundred Sixty-Six Dollars (\$1,044,766).

2. The amount of additional capital contributions anticipated to be contributed by the limited partners is zero (\$0).

FURTHER AFFIANT SAYETH NOT.

BAtchelder

Under penalties of perjury, the undersigned declares that they have read the foregoing and that the facts alleged are true, to the best of their knowledge and belief.

Signed, sealed and delivered in the presence of:

HP PREFERRED LIMITED, PARTNERSHIP

Bv: Douglas G. Halliday General Partner

The foregoing instrument was acknowledged before  $\overline{me}$  this  $\frac{2?}{2}$  day of Apri, 1999, by DOUGLAS G. HALLIDAY, as General Partner of HP PREFERRED LIMITED PARTNERSHIP. Said person did not take an oath and (check one)  $\Box$  is personally known to me, or  $\overleftarrow{A}$  produced a driver's license (issued by a state of the United States within the last five (5) years) as identification.



Print Name

Notary Public - State of Florida Commission Number: My Commission Expires:

int Name:

Print-Name: Donna

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

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

HP PREFERRED LIMITED PARTNERSHIP, a limited partnership formed pursuant to the laws of the State of Florida with its registered office at 6401 Edgewater Drive, Orlando, Florida 32810, has named and designated Michael Halliday 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 abovenamed 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 27 day of April, 1999.

Registered Agent

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