A9900001177

*	

315 SOUTH CALHOUN STREET

Address

Tallahassee, Florida 32301

Cic/State/Zip

Phone #

425-5686

Office Use Only

	425-5000	i	
CORPORATION	NAME(S) & DOCUMO	ENT NUMBER(S), (if know	vii): 99
1. <u>Center</u>	ville Properfies.	L+d. (Document =)	2,00 65%
2. <u>(Corç</u>	oration Name;	(Document ≠)	O ME STAN
3. <u>(Corç</u>	oration Name;	(Document =)	
4. (Corp	oration Name;	(Doc====================================	·
	Pick up time 2:00	Certified	9 Ex
EN FIENCS	AVENDVENT	5	TARY D CF COR
Frant NonFront	Resignation of R.A.	Cale Duranter	ED ORPORATIO AMIO: 48
Limited Liability	Change of Registered		8 JOH
Domestication	Dissolution/Withdray	<u>च्य</u>	₩₩ •
Other	. Merzer		2935912 <u></u> D
OTHER FILLNGS	をREGISTRAT 第QUALIFICAT	101/3	20/9901025023 1785.00: **1785.00
Fications Name	Fureign		₹ 1 7 2
Name Reservation	Limited Parameter		20 M
	Remailiement	- $$ $$	Ci = M

CERTIFICATE OF LIMITED PARTNERSHIP

OF

CENTERVILLE PROPERTIES, LTD.

a Florida limited partnership

The undersigned, desiring to form a limited partnership pursuant to the Florida Revised Limited Partnership Act (1986), Part I, Chapter 620, Florida Statutes (the "Act"), has entered into an Agreement of Limited Partnership and hereby certifies as follows:

1. Name. The name of the limited partnership is as follows:

Centerville Properties, Ltd.

2. Address. The street address of the principal place of business and the mailing address for the limited partnership is as follows:

1200 Riverplace Blvd, Suite 902 Jacksonville, Florida 32207

3. Registered Agent. The name and address of (i) the agent for service of process, required to be maintained by Section 620.105 of the Act, and (ii) the registered agent and registered office, required to be maintained by Section 620.192 of the Act, for the limited partnership are as follows:

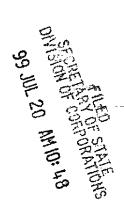
Intrastate Registered Agent Corporation 701 Brickell Avenue, Suite 300 Miami, Florida 33131-3209

4. <u>General Partner</u>. The name and address of the sole general partner of the limited partnership is as follows:

Centerville Properties, L.L.C. 1200 Riverplace Blvd., Suite 902 Jacksonville, Florida 32207

L99000003871

Prepared by Richard G. Boswinkle, Esq. Holland & Knight LLP (904)354-4141 One Independent Drive #2000 Jacksonville, FL 32202 Florida Bar No. 974950



5. <u>Dissolution</u>. The latest date upon which the limited partnership is to dissolve is December 31, 2029.

WHEREFORE, this certificate has been executed by the sole general partner of the limited partnership in accordance with Section 620.114 of the Act on this day of July, 1999.

CENTERVILLE PROPERTIES, L.L.C.

By: ROCK CREEK ADVISORS, INC.

Its: Manager

Arthur L. Cahoon, President

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT AND AGENT FOR SERVICE OF PROCESS

The undersigned, having been designated the Agent for Service of Process, pursuant to Section 620.105, Florida Statutes, and Registered Agent, pursuant to Section 620.192, Florida Statutes, of Rock Creek Partners II, Ltd., a limited partnership to be formed concurrently herewith under the Florida Revised Uniform Limited Partnership Act (1986), does hereby accept such designation and the obligations provided for in Section 620.105 and 620.192, Florida Statutes.

INTRASTATE REGISTERED AGENT CORPORATION

By: Leonard A. Selber, Vice President

Dated: July <u>/6</u>, 1999

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, Arthur L. Cahoon, who is the President of Rock Creek Advisors, Inc., a Florida corporation, which is the Manager of Centerville Properties, L.L.C., a Florida limited liability company, which is the sole general partner of Centerville Properties, Ltd., a Florida limited partnership (the "Partnership"), certifies as follows:

- 1. The limited partners of the Partnership have not made initial capital contributions to the Partnership.
- 2. The additional amount anticipated to be contributed to the capital of the Partnership by the limited partners of the Partnership is \$2,400,000.00.

Dated as of the <u>15</u> day of July, 1999.

Under penalty of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.

CENTERVILLE PROPERTIES, LTD.

By: CENTERVILLE PROPERTIES, L.L.C.

By: ROCK CREEK ADVISORS, INC.

Its: Manager

By:

Arthur L. Cahoon, President

JAX1 #493869 v2