



THE UNITED STATES  
CORPORATION  
COMPANY

# A99000001316

ACCOUNT NO. : 072100000032

REFERENCE : 331437 81528A

AUTHORIZATION :

COST LIMIT : \$ 1846.25

*Patricia Pigut*

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 AUG - 9 PM 4:38

ORDER DATE : August 5, 1999

ORDER TIME : 10:56 AM

ORDER NO. : 331437-005

CUSTOMER NO: 81528A

500002951295--6

CUSTOMER: Ms. Karen K. Reynolds  
KENNETH F. OSWALD, ESQ  
KENNETH F. OSWALD, ESQ  
Suite 110  
600 Courtland Street  
Orlando, FL 32804

DOMESTIC FILING

NAME: ALLTEL REALTY PARTNERS, LTD.

EFFECTIVE DATE: 7

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

*BK*  
*8/9/99*

RECEIVED  
99 AUG - 5 AM 11:24  
DIVISION OF CORPORATIONS  
SECRETARY OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 9, 1999

TAMARA ODOM  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: ALLTEL REALTY PARTNERS, LTD.  
Ref. Number: W99000018326

**RESUBMIT**

~~Please give original  
submission date as file date.~~

*Please date 8-9-99*

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DIVISION OF CORPORATIONS  
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We have received your document for ALLTEL REALTY PARTNERS, LTD. and the authorization to debit your account in the amount of \$1846.25. However, the document has not been filed and is being returned for the following:

Before this partnership can be filed, its corporate general partner must be incorporated in Florida. ALSO, please be certain that the corporate partner name is correct throughout the documents.,

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: 499A00040024

RECEIVED  
99 AUG 10 PM 4:00  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32314

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**CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF**  
**ALLTEL REALTY PARTNERS, LTD.**

The undersigned, desiring to form a partnership pursuant to the Florida Uniform Limited Partnership Act as set forth in Sections 620.101 et seq. of the Florida Statutes, do hereby certify that:

1. The name of the limited partnership is ALLTEL REALTY PARTNERS, LTD.

2. The address of the office of the limited partnership is:

2200 Lucien Way, Suite 350  
Maitland, Florida 32751

3. The address of the office and the name and address of the agent for service of process required to be maintained by Florida Statute §620.105 is:

Name

STEPHAN M. NEVELEFF

Address

2200 Lucien Way, Suite 350  
Maitland, Florida 32751

4. The name and business address of the General Partner is as follows:

Name

FOLSOM INVESTMENTS, INC.

Address

2200 Lucien Way, Suite 350  
Maitland, Florida 32751

89900007045

5. The mailing address for the limited partnership is:

2200 Lucien Way, Suite 350  
Maitland, Florida 32751

6. The latest date upon which the limited partnership is to dissolve is December 31, 2050.

IN WITNESS WHEREOF the undersigned has executed this Certificate this 3 day of August, 1999.

Signed, sealed and delivered  
in the presence of:

[Signature]  
Name: Sulaiman Abalkhair

[Signature]  
Name: Samir O. Chana

ALLTEL REALTY PARTNERS, LTD.,  
a Florida Limited Partnership

By: FOLSOM INVESTMENTS, INC., a  
Florida Corporation, General Partner

By: [Signature]  
Stephan M. Neveleff,  
Vice President

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Certificate of Limited Partnership was acknowledged before me this 4th day of August, 1999, by STEPHAN M. NEVELEFF, as Vice President of FOLSOM INVESTMENTS, INC., a Florida corporation and general partner of, ALLTEL REALTY PARTNERS, LTD. a Florida limited partnership on behalf of the Partnership. He is personally known to me or has produced \_\_\_\_\_ as identification.

[Signature]  
Print Name: Patrice M. Aaron  
Notary Public, State of Florida  
My Commission Expires: Dec. 7, 2001



Patrice M Aaron  
My Commission CC700721  
Expires December 7 2001

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STATE OF FLORIDA  
COUNTY OF ORANGE

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned authority, personally appeared STEPHAN M. NEVELEFF as Vice President of FOLSOM INVESTMENTS, INC., a Florida corporation, which is the general partner of ALLTEL REALTY PARTNERS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who upon being duly sworn, on oath, deposes and says to the best of his knowledge and belief:

1. That STEPHAN M. NEVELEFF is Vice President of FOLSOM INVESTMENTS, INC., a Florida corporation organized under the laws of the State of Florida.

2. That FOLSOM INVESTMENTS, INC., a Florida corporation, is the General partner of ALLTEL REALTY PARTNERS, LTD., a limited partnership organized under the laws of the State of Florida.

3. The principal place of business of the limited partnership is 2200 Lucien Way, Suite 350, Maitland, Florida 32751.

4. That the amount of the capital contributions of the limited partners to the Partnership is \$1,549,000.00.

5. That the amount of additional capital contributions anticipated to be contributed by the limited partners is \$-0-.

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.

FOLSOM INVESTMENTS, INC., a Florida Corporation as, General Partner of ALLTEL REALTY PARTNERS, LTD. a Florida Limited Partnership

By: *Stephan M. Neveleff* s.p.  
STEPHAN M. NEVELEFF, Vice President

Sworn to and subscribed before me this 4<sup>th</sup> day of August, 1999.



Patrice M Aaron  
My Commission CC700721  
Expires December 7 2001

*Patrice M. Aaron*  
Notary Public, State of Florida  
My Commission Expires: Dec. 7, 2001

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

FILED  
SECRETARY OF STATE  
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In compliance with Sections 48.091 and 620.105, Florida Statutes, the following is submitted:

That ALLTEL REALTY PARTNERS, LTD., desiring to organize or qualify as a limited partnership under the laws of the State of Florida, with its principal place of business at 2200 Lucien Way, Suite 350, Maitland, Florida 32751 has named STEPHAN M. NEVELEFF, whose address is 2200 Lucien Way, Suite 350, Maitland, Florida 32751, as its agent to accept service of process within the State of Florida.

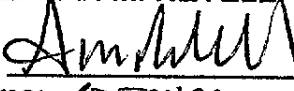
FOLSOM INVESTMENTS, INC a Florida corporation as General Partner of ALLTEL REALTY PARTNERS, LTD., a Florida Limited Partnership

By:   
STEPHAN M. NEVELEFF, Vice President

Having been named to accept service of process for the above-named 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 relative to the proper performance of my duties.

Dated this 3 day of AUGUST, 1999.

STEPHAN M. NEVELEFF

By:   
Name: STEPHAN M NEVELEFF  
Title: V. PRES.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties.



**STEPHAN M. NEVELEFF**  
Registered Agent