



THE UNITED STATES  
CORPORATION  
COMPANY

# A99000002057

ACCOUNT NO. : 072100000032

REFERENCE : 508000 10808A

AUTHORIZATION :

*Patricia Pignato*

COST LIMIT : \$ 1811.25

ORDER DATE : December 8, 1999

*1846.25*

ORDER TIME : 12:49 PM

ORDER NO. : 508000-010

900003064419--0

CUSTOMER NO: 10808A

CUSTOMER: Gladys Foster, Legal Assistant  
RUSSO & BAKER, P.A.  
RUSSO & BAKER, P.A.  
Suite 201  
2655 Lejeune Road  
Miami, FL 33134

DOMESTIC FILING

NAME: SARASOTA OFFICE PARTNERS, LTD.

EFFECTIVE DATE:

       ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

*WA9-28080*

*02250/00524/00655/00671*

*3/11*

*12/8/99*

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 DEC -8 PM 3:08

RECEIVED  
99 DEC -8 PM 1:46  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 8, 1999

CSC

TALLAHASSEE, FL

SUBJECT: SARASOTA OFFICE PARTNERS, LTD.  
Ref. Number: W99000028080

**RESUBMIT**  
Please give original  
submission date as file date  
99 DEC -8 PM 3:08  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

We have received your document for SARASOTA OFFICE PARTNERS, LTD. and the authorization to debit your account in the amount of \$1811.25. However, the document has not been filed and is being returned for the following:

The total amount due to file the limited partnership and receive a certificate of status and certified copy is \$1846.25.

Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document.

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) 487-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 599A00057824

**RECEIVED**  
99 DEC -9 AM 11:29  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Certificate of Limited Partnership

OF

SARASOTA OFFICE PARTNERS, LTD.

RECEIVED  
DIVISION OF CORPORATIONS  
99 DEC -8 4 PM '08  
TALLAHASSEE, FLORIDA

(1) The name of this Limited Partnership is **SARASOTA OFFICE PARTNERS, LTD.**

(2) The mailing address of the Limited Partnership is **150 S. E. 2<sup>nd</sup> Avenue, Suite 1300, Miami, FL 33131** and the principal address shall be the same.

(3) The name and address of the registered agent for the Limited Partnership is:

• RONALD G. BAKER 2655 LeJeune Road, Suite 201  
Coral Gables, FL 33134

(4) The name and address of the General Partner are:

*PAID 000072960 ✓*  
C W S CAPITAL MANAGEMENT V, INC., 150 S. E. 2<sup>nd</sup> Avenue, Suite 1300  
Miami, FL 33131

(5) The latest date upon which this Limited Partnership is to dissolve is 20 years after the date of the filing of this Certificate.

(6) An Affidavit of Contributions of Limited Partners is attached hereto.

Under penalties of perjury I declare that I have read the foregoing and the facts alleged herein are true and correct to the best of my knowledge.

**C W S CAPITAL MANAGEMENT V, INC.**

By: *David F. Cox, Jr.*  
DAVID F. COX, JR., President

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **SARASOTA OFFICE PARTNERS, LTD.**, at 2655 LeJeune Road, Suite 201, Coral Gables, FL 33134, 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 all my duties.

*Ronald G. Baker*  
RONALD G. BAKER, Registered Agent

Affidavit of Limited Partners' Contributions

The undersigned, DAVID F. COX, JR., the President of C W S CAPITAL MANAGEMENT V, INC., the General Partner of CYPRESS CORNERS PARTNERS, LTD., files this Affidavit pursuant to Florida Statutes §620.108 and states:

(1) As of the date of this Affidavit, C W S CAPITAL MANAGEMENT V, INC., has received \$ 100,000<sup>00</sup> in contributions from Limited Partners.

(2) C W S CAPITAL MANAGEMENT V, INC., anticipates it will receive an additional \$ 900,000<sup>00</sup> in contributions from Limited Partners.

Under penalties of perjury I declare that I have read the foregoing and the facts alleged herein are true and correct to the best of my knowledge.

Dated this 6<sup>TH</sup> day of December, 1999.

C W S CAPITAL MANAGEMENT V, INC.

By: David Cox Jr  
DAVID F. COX, JR., President