

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

904-222-9171

B95000000157

CSC networks
PRESTICE HALL
LEGAL & FINANCIAL SERVICES

95 MAY -2 1995

DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032

REFERENCE : 589709 4134B

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 140.00

ORDER DATE : May 2, 1995

ORDER TIME : 10:12 AM

ORDER NO. : 589709

CUSTOMER NO: 4134B

CUSTOMER: Ms. Laurie Bergstresser
BROAD AND CASSEL

Suite 1100
390 N. Orange Avenue
Orlando, FL 32801

455800021040

500001470835

DOMESTIC FILING

NAME: WINDCREST/SPRING I, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:33

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

BK

Florida Department of State, Jim Smith, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. Windercrest/Spring I, Ltd.
(Name of limited partnership as it is in the home state;

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Texas 4. 4/7/95
(State of Formation) (Date of Formation)

5. B&C Corporate Services of Central Florida, Inc.
(Name of Registered Agent for Service of Process)

6. 390 N. Orange Ave., Ste. 1100
(Street Address of Registered Office)

Orlando , Florida 32801
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.
B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC.

Randal M. Alligood
(Agent must sign on this line)

Randal M. Alligood, Vice President

8. 3050 Post Oak Blvd., Ste. 1160, Houston, Texas 77056
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

Windercrest/Spring II, Inc., a Florida
corporation authorized to do business
in Texas

950 N. Orlando Ave., Ste. 320
Winter Park, FL 32789

895000011541

10. 3050 Post Oak Blvd., Ste. 1160, Houston, Texas 77056
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 3050 Post Oak Blvd., Ste. 1160, Houston, Texas 77056
(Mailing Address of Limited Partnership)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:33

This 5th day of April, 19 95.

Windercrest/Spring II, Inc., a Florida corporation

General Partner

By: [Signature]

Charles B. Falmer, President

STATE OF FLORIDA

COUNTY OF ORANGE

THE FOREGOING instrument was acknowledged and sworn to before me this 5th day of April, 19 95, by Charles B. Falmer, President of Windercrest/Spring II, Inc. (Name of General Partner) of

Windercrest/Spring I, Ltd.

(Name of Limited Partnership), A Texas (State or Country) Limited Partnership, on behalf of the Limited Partnership.

[Signature]

Notary Public

State of Florida at Large

My Commission Expires:

12/14/98

(SEAL)



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:33

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Charles B. Palmer, President of Windcrest/Spring II, Inc., a general partner of Windcrest/Spring II, Ltd., a (an) Texas limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 990.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.00

This 5th day of April, 1995.

FURTHER AFFIANT SAYETH NOT.

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

General Partner
Windcrest/Spring II, Inc., a Florida corporation,
Charles B. Palmer, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -2 PM 1:34

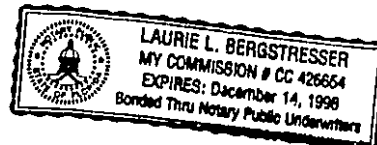
STATE OF Florida
COUNTY OF Orange
DATE _____

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Charles B. Palmer, President of Windcrest/Spring II, Inc. (General Partner, known to me and know by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WHITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 5th day of April, 1995.

Laurie L. Bergstresser
Notary Public
State of Florida at Large
My Commission Expires:
12/14/98

Seal



B95000000157

OFFICE USE ONLY (Document #)

Windcrest / Spring I Ltd
(Requestor's Name)

3050 Post Oak Blvd., 1160 St.
(Address)

Houston, TX 77056
(City, State, Zip) (Phone #)

FILED
96 JAN 17 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____ **400001692344**
(Corporation Name) (Document #) **-01718796--01099--005**
3. _____ ******252.50 *****61.25**
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

B95-157

Name	<u>PR-17</u>
Availability	<u>PR</u>
Document	<u>PR</u>
Examiner	<u>PR</u>
Update	<u>PR</u>
Updater	<u>PR</u>
Verifier	<u>PR</u>
Acknowledged	<u>PR</u>
W. P. Verifier	<u>PR</u>

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FOREIGN LIMITED PARTNERSHIP**

CHARLES B. PALMER, PRESIDENT

The undersigned general partners of WINDCREST/SPRING II, INC.

GENERAL PARTNERS OF WINDCREST/SPRING I. LTD. , a(an)

limited partnership, executed this supplemental affidavit filed pursuant to section 620.176, Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the purpose of transacting business in Florida is \$ 800.00 .

This _____ day of _____, 19 95

FURTHER AFFIANT SAYETH NOT.

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

General Partner

96 JAN 17 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra Morham
Secretary, State
DIVISION OF CORPORATIONS

FILED

96 JAN 17 PM 12:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

WINDCREST/SPRING I, LTD.

1a. DOCUMENT #
B95000000157

Mailing Address

3080 POST OAK BLVD., STE. 1180
HOUSTON TX 77056

Principal Office Address

3080 POST OAK BLVD., STE. 1180
HOUSTON TX 77056

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a

3. Date Formed or Registered to Do Business in
FLORIDA
05/02/1995

3a. Date of Last Report
4/17/95

4. State or Country of Formation
TX

5a. Capital Contributions as Shown
on Record

\$800.00

5b. Amount of Capital Contributions in
FLORIDA to date
\$800.00

6. FEI Number

76-0470080

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

Do not acknowledge the requirement
for a certificate of status

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50
2) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

B&C CORPORATE SERVICES OF CENTRAL FLA., INC.
300 N. ORANGE AVE., STE. 1100
ORLANDO FL 32801

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

WINDCREST/SPRING II, INC.

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

950 N. ORLANDO AVE.,

11b. City, State & Zip Code

WINTER PARK FL 32789

11c. Registration/
Document Number

P9500001145T

P9500001154I

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(h), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(h) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE

Typed or Printed Name of General Partner Signing Form CHARLES B. PALMER

DATE

9/28/95

Telephone Number 407-628-4544

CR2E003 (6/95)