6990 BRO DASSELO 189

BOCA RATON · FT. LAUDERDALE · MIAMI · ORLANDO · TALLAHASSEE · TAMPA · WEST PALM BEACH

390 NORTH ORANGE AVENUE SUITE 1100 ORLANDO, FLORIDA 32801 PO BOX 4961 (32802-4961) TEL: (407) 839-4200 FAX: (407) 425-8377

Reply to:

NATHAN TOWNSEND

DIRECT LINE: (407) 839-4200

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INTERNET: ntownsen@broadandcassel.com

May 4, 1999

VIA U.S. MAIL

Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

900002866939--5 -05/07/99--01070--003 *****87.50 *****87.50

Re: Application to Register Foreign Limited Partnership

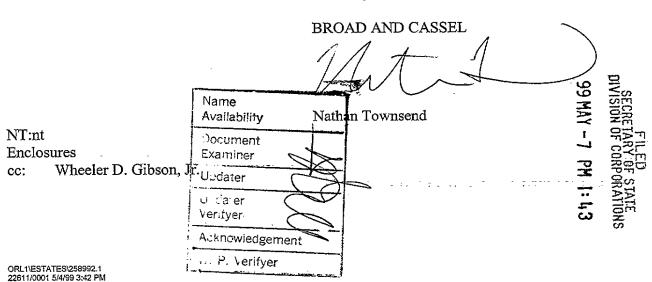
Dear Sir or Madam:

Enclosed please find for filing with your office, the following documents:

- 1. Application by Foreign Limited Partnership for Authorization to Transact Business in Florida, and
- 2. Affidavit of Capital Contribution.

Our firm's check in the amount of \$87.50 is enclosed representing the filing fee for the above-described documents. Please contact me directly if there is any further information or documentation you require in processing this application.

Sincerely,



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

1. Name of Limited Partnership as it is in the home state:

GARDEN VILLAS OF OCOEE LIMITED PARTNERSHIP;

2. Name under which the limited partnership proposes to register or transact business in Florida:

GARDEN VILLAS OF OCOEE LIMITED PARTNERSHIP;

- 3. State of Formation: Nevada.

 4. Date of Formation: April 22, 1998.

 5. Name of Resident Agent for Service of Process: Wheeler D. Gibson Ir
- Name of Resident Agent for Service of Process: Wheeler D. Gibson, Jr.
 Street Address for Registered Office: 1600 Victoria Way

. Street Address for Registered Office: 1600 Victoria Way
Winter Garden, Florida 34787

7. Acceptance by the Registered Agent for Service of Process

Wheeler D. Gibson, Jr.

8. Address of Registered Office in State of Formation:

CSC Services of Nevada, Inc. 502 E. John Street
Carson City, Nevada 89706

9. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

Wheeler David Gibson, Jr.

1600 Victoria Way, Winter Garden, FL 34787

10. Office where Names, Addresses and Contributions of Limited Partners are kept;

CSC Services of Nevada, Inc., 502 E. John Street, Carson City, Nevada 89706

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. Mailing Address of Limited Partne	ership:
Wheeler David Gibson, Jr., 1600 V	ictoria Way, Winter Garden, FL 34787
This <u>Bed</u> day of May	, 1999.
	Wheeler D. Gibson, Jr., General Partner
STATE OF FLORIDA	
COUNTY OF ORANGE	-
1999, by Wheeler D	owledged and sworn to before me this <u>34</u> day of David Gibson, General Partner of GARDEN VILLAS a NEVADA Limited Partnership, on behalf of the
	Notary Public, State of Florida My Commission Expires: KAREN L BRISON My Commission CC507311 Expires Nov. 01, 1999

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Wheeler D. Gibson, Jr., a general partner of GARDEN VILLAS OF OCOEE LIMITED PARTNERSHIP, a Nevada, limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partnership is \$ 0.00.
- 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 <u>31d</u> day of <u>May</u>, 1999.

FURTHER AFFLANT 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.

GARDEN VILLAS OF OCOEE LIMITED PARTNERSHIP

By:

Wheeler D. Gibson, Jr., General Partner

STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared WHEELER D. GIBSON, Jr., General Partner, know 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 WITNESS HEREOF, I have hereunto by my hand and affixed my official seal, in the State and County aforesaid, this 3 day of 3 da

Notary Public, State of Florida

My Commission Expires:

IF OF FL

My Commission CC507311 Expires Nov. 01, 1999