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March 30, 2001
Respond to Jupiter Office

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-04/02/01--01145--002
*****87.50 *****87.50

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Re: Westmount Financial Limited Partnership
Our File No.: 2071.604

Dear Sir/Madam:

Enclosed for filing is a Certificate of Limited Partnership of Westmount Financial Limited Partnership along with an Affidavit Regarding Capital Contribution and a Certificate Designating Place of Business or Domicile for the Service of Process within Florida.

Also, enclosed is our firm check in the amount of \$87.50 which represents the fee for filing the above-referenced documents. Please forward a copy of the document once it is filed showing proof of filing in the self-addressed stamped envelope we have provided for your convenience in returning the same.

Thank you for your attention to this matter. If you should have any questions or require any additional information, please do not hesitate to contact us.

Very truly yours,
JOSEPH C. KEMPE
Professional Association
Attorneys and Counselors at Law

By: 
Harry S. Colburn, Jr.
For the Firm

FILED
01 APR -2 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HSC/ml
Enclosures
cc: Mr. Mark Greenwood

CERTIFICATE OF LIMITED PARTNERSHIP
OF
WESTMOUNT FINANCIAL LIMITED PARTNERSHIP

The undersigned General Partner hereby makes and files this Certificate of Limited Partnership for Westmount Financial Limited Partnership, a limited partnership under the laws of the State of Florida, hereinafter referred to as the Partnership.

1. Name of Partnership. The name of the Partnership is Westmount Financial Limited Partnership.

2. Character of Business. The business and purpose of the Partnership is to form a partnership to provide administrative services with respect to investments such as mortgage notes; to manage investments with a view to generating distributions or capital appreciation; to provide structured and centralized management; to offer a vehicle for optional and continued investment where diversity and economies of scale may be realized; to offer an entity where risk management and banking can be undertaken for profit; to offer a vehicle for assignment of a Partner's interest in the event disharmony among any particular Partner and other Partners develops; to insulate non-management Partners from liability; to perform any acts necessary or appropriate to accomplish the foregoing purposes; and to carry on such other activities in furtherance of any other purpose as is not prohibited by law.

3. Location of Principal Place of Business and Mailing Address. The principal place of business, and mailing address, of the Partnership shall be located at 4500 PGA Boulevard, Suite 503B, Palm Beach Gardens, Florida 33418, or at such other place or places as the General Partners may, from time to time, determine. The above listed address will also be the mailing address.

4. Registered Agent. The initial registered agent of the Partnership shall be Joseph C. Kempe, Esquire, and his address is 941 North Highway A1A, Jupiter, Florida 33477.

5. Name and Place of Residence of General Partner. The name and address of General Partner is:

G97196000159
Monarch Trust
c/o Mark W. Greenwood, Trustee
61 Split Brook Road, Suite 502
Nashua, New Hampshire 03060

6. Term. The Partnership and the limitation of liability of the Limited Partners shall commence on the date on which this Certificate of Limited Partnership is filed with the Florida Department of State. The Partnership shall continue until December 31, 2025, unless sooner terminated as provided in the Agreement of Limited Partnership.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 23rd day of January, 2001.

GENERAL PARTNER

MONARCH TRUST

By: Mark W. Greenwood, Trustee
Mark W. Greenwood, Trustee

SECRETARY OF STATE
ALLAH BASSEE, FLORIDA

01 APR -2 PM 4:01

FILED

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Florida Statutes, the following is submitted:

Westmont Financial Limited Partnership, a Florida limited partnership, desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the foregoing Certificate of Limited Partnership, State of Florida, has named Joseph C. Kempe, Esquire, located at 941 North Highway A1A, Jupiter, Florida 33477, as its agent to accept service of process within Florida, and as its Statutory Registered Agent.

DATE: January 23, 2001.

GENERAL PARTNER:

MONARCH TRUST

By: Mark W. Greenwood
Mark W. Greenwood, Trustee

ACKNOWLEDGEMENT AND ACCEPTANCE

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

DATE: MARCH 30, 2001.

Joseph C. Kempe, Registered Agent

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 30th day of March, 2001, by Joseph C. Kempe,

☒ who is personally known to me, or
☐ who has produced _____ as identification,

and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.



Martha Lozano
Notary Public
MARTHA LOZANO
(Print Name of Notary)

AFFIDAVIT REGARDING CAPITAL CONTRIBUTIONS
OF
LIMITED PARTNERS
OF
WESTMOUNT FINANCIAL LIMITED PARTNERSHIP

STATE OF New Hampshire
 COUNTY OF Hillsboro

BEFORE ME, the undersigned authority, personally appeared, Mark W. Greenwood, as Trustee of Monarch Trust, the General Partner of Westmount Financial Limited Partnership, a Florida limited partnership, who was duly sworn and says the Limited Partners' capital contributions that are anticipated are as follows:

Limited Partners

Richard S. Cabral
 Sally A. Cabral
 Wendy S. Cabral

Capital Contribution

\$ 1.00
 \$ 1.00
 \$ 97.00

An estimated \$ 0- of additional contributions by the Limited Partners are anticipated.

GENERAL PARTNER:

MONARCH TRUST

By: Mark W. Greenwood
 Mark W. Greenwood, Trustee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR -2 PM 4:01

FILED

The foregoing instrument was acknowledged before me this 23rd day of JANUARY 2001, by Mark W. Greenwood, as Trustee of Monarch Trust, the General Partner of the above limited partnership,

☒ who is personally known to me, or
☐ who has produced _____ as identification,

and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.

Polly A. Nelson
 Notary Public
Polly A. Nelson
 (Print Name of Notary)