

JUN. 21. 2005 11:42 AM

HAILE SHAW PFAFF

NO 146 P.P. 1 of 1

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

PLANTATION 441, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$140.00

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**CERTIFICATE OF LIMITED PARTNERSHIP OF
PLANTATION 441, LTD.**

2005 JUN 21 A 8:49


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, desiring to form a limited partnership (the "Partnership") in accordance with the requirements of Section 620.108 of the Uniform Limited Partnership Act of 1986 (the "Act"), does hereby sign and swear to this Certificate of Limited Partnership and the annexed Affidavit Regarding Capital Contributions, as follows:

1. The name of the Partnership is PLANTATION 441, LTD.
2. The name and address of the registered agent of the Partnership upon whom process may be served is Stephen M. Douglas, 120 E. Palmetto Park Road, Suite 410, Boca Raton, FL 33432.
3. The name of the sole General Partner of the Partnership is Plantation 441, LLC, a Florida limited liability company, and its business address is 120 E. Palmetto Park Road, Suite 410, Boca Raton, FL 33432. LOS-61287
4. The mailing address of the Partnership is 120 E. Palmetto Park Road, Suite 410, Boca Raton, FL 33432.
5. The latest date on which the Partnership is to be dissolved is December 31, 2055.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on the 21st day of June, 2005.

Plantation 441, LLC,
General Partner

By: 
Stephen M. Douglas, Manager

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts his appointment as Registered Agent of the aforesaid Limited Partnership. I am familiar with, and accept, the obligations of, Section 620 of the Florida Statutes.


Kenneth H. Simigian

June 21, 2005

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ARTICLE VI - Membership Units

The total number of membership units authorized to be issued by the Company shall be 10,000 units. Each of the said units shall entitle the holder thereof to one (1) vote at any meeting of the members. All or any part of said units may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Managers of the Company at a meeting called for such purposes. All membership units then issued shall be paid for and shall be nonassessable.

ARTICLE VII - Ownership

The initial members of the Company and their ownership interest therein shall be as set forth in the Operating Agreement of the Company.

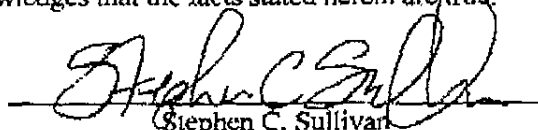
ARTICLE VIII - Admission of Additional Members

Additional members may be admitted to the Company in accordance with the terms and provisions of the Operating Agreement of the Company.

ARTICLE IX - Registered Office and Agent

The address of the initial registered office of the Company in the State of Florida is 5527 Forest Haven Cir. #111, Tampa, Florida 33615, and the name of the registered agent at such address is Jill N. Mann.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization, and hereby acknowledges that the facts stated herein are true.


Stephen C. Sullivan

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

THE UNDERSIGNED, constituting the duly authorized representative of the sole general partner of PLANTATION 441, LTD., a Florida limited partnership, hereby certifies that the amount of capital contributions of the Limited Partners of such Partnership and the amount anticipated to be contributed by them is a total of Seven Thousand Five Hundred Dollars (\$7,500).

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, the undersigned declares that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

PLANTATION 441, LLC,
a Florida limited liability company,
General Partner

By: 
Stephen M. Douglas, Manager

Dated: June 21, 2005.

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