

100 HAYS STREET
PALMDALE, CA 91301-3007

800-343-8086

A 96000001181



PREMIUM LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 997898 7109984

AUTHORIZATION :

COST LIMIT : \$ PAID

400001110011114
07/02/95-01/31/96
***105.00 ***105.00

ORDER DATE : June 24, 1996

ORDER TIME : 1:09 PM

ORDER NO. : 997898

CUSTOMER NO: 7109984

CUSTOMER: Mr. Jeffery Rosenberg
PEBB ENTERPRISES

Suite 210
1000 Corporate Drive
Fort Lauderdale, FL 33334

56 JUN 24 PM 2:47
CORPORATION

DOMESTIC FILING

NAME: PEBB ENTERPRISES SHOPPES OF
DELRAY LTD.

STATE TAX FILING
R. AGENT FEE 75.00
C. COPY 35.00
TOTAL 110.00
N. BANK
BALANCE DUE
REFUND

 ARTICLES OF INCORPORATION
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:

56 JUN 24 PM 2:07
CORPORATION
G/W
6/24/96

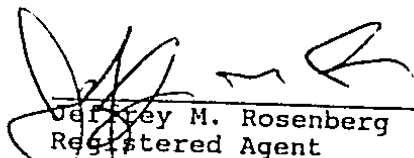
CERTIFICATE OF LIMITED PARTNERSHIP
OF
PEBB ENTERPRISES SHOPPES OF DELRAY LTD.

FILED
SECRETARY OF STATE
FLORIDA
JAN 13 1976

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1990) and Section 620.100 of the Florida Statutes, the undersigned, being all of the General Partners of PEBB ENTERPRISES SHOPPES OF DELRAY LTD., hereby execute and file with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the Limited Partnership is PEBB ENTERPRISES SHOPPES OF DELRAY LTD.
2. The business address and the mailing address of the Limited Partnership is:
1000 Corporate Drive, Suite 210
Fort Lauderdale, FL 33334
3. The name of the Registered Agent for service of process required by Section 620.105 of the Florida Statutes is:
Jeffrey M. Rosenberg
4. The Florida street address for the Registered Agent is:
1000 Corporate Drive, Suite 210
Fort Lauderdale, FL 33334
5. Acceptance of Appointment of Registered Agent

Having been named the statutory Registered Agent of PEBB ENTERPRISES SHOPPES OF DELRAY LTD., at the place designated in this Certificate of Limited Partnership of PEBB ENTERPRISES SHOPPES OF DELRAY LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by Section 620.192 of the Florida Statutes; and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.


Jeffrey M. Rosenberg
Registered Agent

DATED: Jan 13, 1976

6. The name and business address of the General Partner is as follows:

PEBB MANAGEMENT COMPANY, INC.,
a Florida Corporation
1000 Corporate Drive, Suite 210
Fort Lauderdale, FL 33334

7. The latest date upon which the Limited Partnership is to dissolve is March 2046.

IN WITNESS WHEREOF, the General Partner has executed the foregoing Certificate of Limited Partnership on the 11th day of June, 1996, in accordance with Section 620.114 of the Florida Statutes.

PEBB MANAGEMENT COMPANY, INC., a
Florida corporation, General Partner

By: X [Signature]
Paul Weiner, President

95 JUN 26 PM 2:47
RECORDED
INDEXED

A F F I D A V I T

THE UNDERSIGNED, constituting all of the General Partners of PEBB ENTERPRISES SHOPPES OF DELRAY LTD., a Florida Limited Partnership, hereby certifies as follows:

1. The amount of capital contributions to date of the Limited Partners is \$ 9,900.
2. The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$ 9,900.

FURTHER AFFIANT SAYETH NOT.

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

PEBB MANAGEMENT COMPANY, INC., a
Florida corporation, General Partner

By: X [Signature]
Paul Weiner, President