

STATE OF NEW YORK)
COUNTY OF NEW YORK)

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DIVISION OF CORPORATIONS
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CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certifies as follows:

1. The name of the limited partnership is: Palmetto Bird Properties, Ltd.
2. The address of the office at which the records of the limited partnership will be kept as required by Section 620.106 of the Florida Statutes is: c/o Jack Calderon, 4834 S.W. 75th Avenue, Miami, Florida 33155.
3. The name and address of the partnership's agent for service of process in Florida is: Jack Calderon, 4834 S.W. 75th Avenue, Miami, Florida 33155.
4. The name and business address of each General Partner in the limited partnership is as follows: Rosenberg-Diamond Development Corp., 1942 Williamsbridge Road, Bronx, New York 10461-1676.
5. The mailing address of the limited partnership is: c/o Jack Calderon, 4834 S.W. 75th Avenue, Miami, Florida 33155.
6. The latest date on which the limited partnership is to dissolve is September 30, 2020.

F96000064840

Dated: September 17, 1996
New York, N. Y.

**ROSENBERG-DIAMOND
DEVELOPMENT CORP.**

BY: 
DAVID T. DIAMOND, President

The undersigned designated as the partnership's agent for service of process hereby accepts such designation.


JACK CALDERON

The foregoing instrument was acknowledged before me this 17th day of September, 1996 by David T. Diamond, as President of Rosenberg-Diamond Development Corp. He is personally known to me or has produced DRIVERS LICENSE identification.


Notary Public State of New York

MANUEL E. CARCANO
Notary Public, State of New York
No. 09-494399
Qualified in Bronx County
Commission Expires Dec. 31, 1997

AFFIDAVIT OF CAPITAL CONTRIBUTION

The undersigned who is the sole general partner of Palmetto Bird Properties, Ltd. declares that the capital contributions of the Limited Partner(s) in the Partnership is as follows:

- 1. The Limited Partner(s) has made a capital contribution in the following amount: \$625,000.00.
- 2. It is anticipated that the Limited Partner(s) will make capital contributions in the future in the following amounts:

NONE

Dated: September 17, 1996
New York, N. Y.


ROSENBERG-DIAMOND
DEVELOPMENT CORP.

By: 
DAVID T. DIAMOND, President

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The foregoing instrument was acknowledged before me this 17th day of September, 1996 by David T. Diamond, as President of Rosenberg-Diamond Development Corp. He is personally known to me or has produced DRIVERS LICENSE as identification.


Notary Public State of New York

MANUEL E. CARONDO
Notary Public, State of New York
No. 25-12345
Qualified in Orange County
Commission Expires Dec. 31, 1997

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