

9/19/96 A96000001740 Charter Number Only

SANFORD Reinhard
 Real estate's Name
2875 NE 191 STREET #404
 Address
N. Miami Beach, FL 33180
 City State Zip Phone
932-7555

CORPORATION(S) NAME

Palmetto Bird Properties, Ltd.

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Pick Up
- Mail Out

Name	
Availability	B/P
Document	
Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

9/20/96

G. TAX
 FILING 17.50.00
 R. AGENT FEE 35.00
 C. COPY 9.25
 TOTAL \$ 72.93.75
 N. BANK
 BALANCE DUE
 RETURN

70000191527
 -09/26/95--01026--005
 ***1793.75 ***1793.75

FILED STATE OF FLORIDA
 SECRETARY OF CORPORATIONS
 DIVISION OF CORPORATIONS
 96 SEP 20 AM 11:20
 PH 4:50
 96 SEP 20 PM 4:50
 SECRETARY OF STATE
 FILED
 DIVISION OF CORPORATIONS
 96 SEP 20 PM 4:50
 1-800-432-3028
 DIVISION OF CORPORATIONS
 96 SEP 20 AM 9:47

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 20 AM 11:20

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 20 PM 4:51

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.

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. 03-4843388
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

FILED STATE
SECRETARY OF
DIVISION OF
96 SEP 20 AM 11:20

STATE OF NEW YORK)
)SS:
COUNTY OF NEW YORK)

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. CARCANO
Notary Public, State of New York
No. 03-464392
Qualified in West County
Commission Expires Dec. 31, 1997