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A96-1793



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 3, 1997

KEISER COMMONS ASSOCIATES, LTD.
P.O. BOX 13633
TALLAHASSEE, FL 32301

SUBJECT: KEISER COMMONS ASSOCIATES, LTD.
Ref. Number: A96000001793

To Whom It May Concern:

In a recent audit of our records we have determined that the original Certificate of Limited Partnership for KEISER COMMONS ASSOCIATES, LTD., document number A96000001793, has been misplaced and has not been filmed for the official record.

The purpose of this letter is to ask you to furnish us with a photocopy of the certificate, so that we can complete our records.

Please send the copy to:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Lyn Turley

I hope this request is not too much of an inconvenience.

Should you have any questions regarding this matter, please feel free to contact me at (904) 487-6900.

Sincerely,
Lyn Turley,
Management Review Specialist
Bureau of Commercial Recording

Letter number: 997A00016734

CERTIFICATE OF LIMITED PARTNERSHIP OF

1. KEISER COMMONS ASSOCIATES, LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")

2. 410 Office Plaza, Tallahassee, Florida 32317
(Business address of Limited Partnership)

3. JAMES D. RUDNICK
(Name of Registered Agent for Service of Process)

4. 410 Office Plaza, Tallahassee, FL 32317
P. O. Box 19633, Tallahassee, FL 32317
(Florida street address for Registered Agent)

5. *[Signature]*
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 410 Office Plaza, Tallahassee, Florida 32317
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is 12/31/2030.

8. Name of general partner(s): RUDNICK COMMONS CORP., a Fla. corporation Specific address: 410 Office Plaza, Tallahassee, FL 32317

KEISER COMMONS CORP., Arthur Keiser, 1600 N.W. 49th St., Fort Lauderdale, Florida 33309

Signed this 26th day of September, 19 96

Signature of all general partners:
RUDNICK COMMONS CORPORATION
BY: *[Signature]*
General Partner
JAMES M. RUDNICK, President

General Partner

General Partner

KEISER COMMONS CORP.
BY: *[Signature]*
General Partner
ARTHUR E. KEISER, President

General Partner

General Partner

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 26 PM 4:42

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 26 PM 4:42

The undersigned constituting all of the general partners of

KEISER COMMONS ASSOCIATES, LTD., a Florida Limited Partnership, certify.

The amount of capital contributions to date of the limited partners is \$ 98,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 98,000.00.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

RUDNICK COMMONS CORPORATION
a Florida Corporation

BY: [Signature]
General Partner
JAMES M. RUDNICK, President

General Partner

General Partner

KEISER COMMONS CORP., a Florida Corporation

BY: [Signature]
General Partner
ARTHUR E. KEISER, President

General Partner

General Partner

This 26th day of September, 19 96.