A 98000000683 O O UCC FILING & SEARCH SERVICES, INC. HOLD

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Ordered By:

Date:

UCC FILING & SEARC 526 East Park Avenue Tallahassee, FL 32301 (850) 681-6528

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649917

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): lesociates Ltd. Pick Up Time Certified Copy Walk In Certificate of Status Mail Out Certificate of Good Standing Will Wait ARTICLES ONLY Photocopy ALL CHARTER DOCS BK3/13/9 AMENDMENTS NEW FILINGS Profit NonProfit Resignation of R.A. Officer/Director Certificate of FICTITIOUS NAME Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication FICTITIOUS NAME SEARCH Merger Other **CORP SEARCH** REGISTRATION/QUALIFICATION OTHER FILINGS Annual Report Foreign Limited Partnership Fictitious Name Name Reservation Reinstatement Trademark Other

FELDMAN ASSOCIATES, LTD. CERTIFICATE OF LIMITED PARTNERSHIP

SAMA CORORA

Pursuant to § 620.108 of the Florida Statutes, the undersigned? person, desiring to form a Florida Limited Partnership, hereby swears to and affirms as follows:

- 1. The name of the Limited Partnership shall be FELDMAN ASSOCIATES, LTD.
- 2. The character of the business is the acquisition, development, ownership, renting, operation, and/or disposition by sale or exchange of real and/or personal property and/or any other lawful enterprise.
- 3. The location of the principal place of business is 23335 Mirabella Circle North, Boca Raton, Florida 33433. The name and address of the agent for service of process is William Greenfield, c/o Greenfield Katz Development Company, 2300 Glades Road, Suite 100E, Boca Raton, FL 33431.
- 4. The name and business address of the General Partner shall be as follows:

Ruth Feldman 23335 Mirabella Circle North Boca Raton, Florida 33433

5. The mailing address for the Limited Partnership shall be as follows:

Feldman Associates, Ltd. 23335 Mirabella Circle North Boca Raton, Florida 33433

6. The term of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Secretary of State of the State of Florida, and it shall continue for fifty (50) years from such filing, unless otherwise terminated or extended in accordance with the provisions of the Partnership Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Certificate of Limited Partnership on the g day of Maych, 1998, effective upon filing same with the Florida Department of State.

FELDMAN ASSOCIATES, LTD.

BY:

RUTH FELDMAN, General Partner



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared RUTH FELDMAN, the general partner of FELDMAN ASSOCIATES, LTD., a Florida limited partnership (hereinafter referred to as the "Partnership"), who upon being sworn, certified as follows:

The amount of initial capital contributions of the limited partners is \$100. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$6,000,000.

This 9 day of Made, 1998.

FURTHER AFFIANT SAYETH NAUGHT.

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

FELDMAN ASSOCIATES, LTD.

BY:

RUTH FELDMAN, General Partner

STATE OF FLORIDA)

(COUNTY OF Pala Beach)

The foregoing instrument was acknowledged before me this quay of work, 1998, by RUTH FELDMAN, who did execute the foregoing Affidavit of Capital Contributions as General Partner, who is personally known to me, or who has produced as identification, and being first duly sworn, acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

Signature - NOTARY PUBLIC
KATHLEEN J. ROBINSON
MY COMMISSION # CC420314 EXPIRE
November 14, 1998
BONDED THRU TROY FAIN MISURANCE, INC.

Printed Name of NOTARY PUBLIC

Commission Number

STATE OF FLORIDA)

COUNTY OF Falm Beach

The foregoing instrument was acknowledged before me this day of March, 1998, by RUTH FELDMAN, who did execute the foregoing Certificate of Limited Partnership as General Partner, who is personally known to me, or who has produced as identification, and being first duly sworn, acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

Signature - NOTA

PURTHEEN J. ROBINSON
MY COMMISSION # CC420314 EXPIRES
November 14, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

Printed Name of NOTARY PUBLIC

Commission Number

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for FELDMAN ASSOCIATES, LTD., a Florida limited partnership in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT

WILLIAM GREENFIELD

CERTIF 20/11*2206