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*Admitted PA, VA, TN only

June 1, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-06/03/98--01068--002
*****140.00 *****140.00

RE: PANDYA PROPERTIES, LTD.

Dear Sir or Madam:

Enclosed for filing is the original and one copy of the proposed Certificate of Limited Partnership for the above named limited partnership, Affidavit, Certificate of Acceptance of Registered Agent, and a check in the amount of \$140.00 to cover the following:

Filing Fee	\$ 52.50
Certified copy of Certificate of Limited Partnership	52.50
Registered Agent Designation	35.00
	<u>\$140.00</u>

After these documents have been filed, please return a certified copy to the undersigned at the post office box noted above.

If you have any questions concerning the foregoing, please do not hesitate to contact us.

Sincerely,

David M. Presnick

David M. Presnick

Enclosures

cc: Drs. Sumant and Snehlata Pandya
(w/o enc)

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Name	OK
Availability	OK
Document Examiner	OK
Updater	OK
Updater Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PANDYA PROPERTIES, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -3 PM 3:38

The undersigned, desiring to form a limited partnership in accordance with the Florida Revised Uniform Limited Partnership Act (1986) and the Revised Uniform Partnership Act of 1995 and being duly sworn does certify as follows:

1. The name of the Partnership is **PANDYA PROPERTIES, LTD.**

2. The principal place of business of the Partnership is located at 315 N. Tropical Trail Merritt Island, Florida 32953. The name of the registered agent of the Partnership at such address is Sumant J. Pandya.

3. The name and address of the general partners are as follows:

Sumant J. Pandya, Co-Trustee
315 N. Tropical Trail
Merritt Island, Florida 32953

Snehlata S. Pandya, Co-Trustee
315 N. Tropical Trail
Merritt Island, Florida 32953

4. The mailing address of the Partnership is 315 N. Tropical Trail, Merritt Island, Florida 32953.

5. The Partnership's existence shall begin upon the issuance of a Certificate of Authority to do Business by the State of Florida and shall continue until 12:00 o'clock noon on January 1, 2030, unless sooner terminated pursuant to the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned executed this Certificate as the General Partner this 30th day of May, 1998.

Witnesses:

"GENERAL PARTNERS"

SUMANT J. PANDYA TRUST DATED
MAY 30, 1998

Mitchell S. Galt

David M. Presnick

Mitchell S. Galt

David M. Presnick

Sumant J. Pandya
Sumant J. Pandya, Co-Trustee

Snehlata S. Pandya
Snehlata S. Pandya, Co-Trustee

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DIVISION OF CORPORATIONS

SNEHLATA S. PANDYA TRUST DATED
MAY 30, 1998

Mitchell S. Galt

David M. Presnick

Mitchell S. Galt

David M. Presnick

Sumant J. Pandya
Sumant J. Pandya, Co-Trustee

Snehlata S. Pandya
Snehlata S. Pandya, Co-Trustee

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 30th day of May, 1998, by Sumant J. Pandya and Snehlata S. Pandya as Co-Trustees of the Sumant J. Pandya Trust Dated May 30, 1998 and as the Co-Trustees of the Snehlata S. Pandya Trust Dated May 30, 1998, who are personal known to me and who did take an oath.

Penny W. Bell
NOTARY PUBLIC

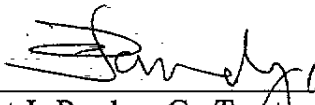


Penny W Bell
My Commission CC603098
Expires November 21, 2000

AFFIDAVIT

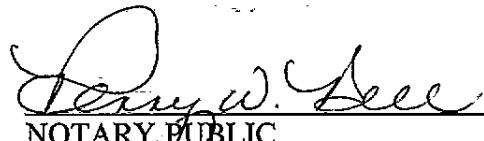
The undersigned, being a General Partner of PANDYA PROPERTIES, LTD., a Florida limited partnership, hereby certifies that the limited partners of the Partnership will be contributing certain property to the Partnership, the value of which is \$1,000.00. An additional \$6,500.00 is anticipated.

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98 JUN 3 PM 3:38


Sumant J. Pandya, Co-Trustee

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Affidavit was sworn to, subscribed and acknowledged before me this 30th day of May, 1998, by Sumant J. Pandya, who is personally known to me to be a Co-Trustee of the Sumant J. Pandya trust Dated May 30, 1998, and who did take an oath.

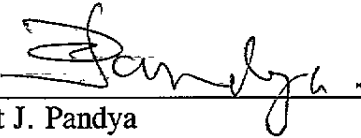

NOTARY PUBLIC



Penny W Bell
My Commission CC603098
Expires November 21, 2000

CERTIFICATE OF ACCEPTANCE OF REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS FOR
PANDYA PROPERTIES, LTD.

Pursuant to Section 48.061, *Florida Statutes*, I hereby accept the foregoing designation as
registered agent of PANDYA PROPERTIES, LTD. for service of process within the State of
Florida at 315 N. Tropical Trail, Merritt Island, Florida 32953.


Sumant J. Pandya

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DIVISION OF CORPORATIONS
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