



THE UNITED STATES CORPORATION COMPANY

A98000002912

ACCOUNT NO. : 072100000032

REFERENCE : 083077 4327828

AUTHORIZATION :

Patricia Poynter

COST LIMIT : \$ 1837.50

ORDER DATE : December 30, 1998

ORDER TIME : 9:58 AM

ORDER NO. : 083077-010

998900061107

000002726110--B

CUSTOMER NO: 4327828

CUSTOMER: Stuart J. Haft, Esq
ALLEY MAASS ROGERS & LINDSAY,
ALLEY MAASS ROGERS & LINDSAY,
321 Royal Poinciana Pl., South
Palm Beach, FL 33480-0431

DOMESTIC FILING

NAME: DDR CAVALIERS LIMITED

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

(S)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 30 PM 3:45
DEC 30 AM 10:51
DIVISION OF CORPORATIONS

BK
12/30/98

CERTIFICATE OF LIMITED PARTNERSHIP
DDR CAVALIERS LIMITED
A FLORIDA LIMITED PARTNERSHIP

FILED STATE
SECRETARY OF CORPORATIONS
98 DEC 30 PM 3:45

The undersigned, as General Partner of DDR Cavaliers Limited, a Florida limited partnership ("the Limited Partnership"), hereby executes and acknowledges this Certificate of Limited Partnership as follows:

1. Name of Limited Partnership: The Limited Partnership's name is DDR Cavaliers Limited.

2. Limited Partnership's Business Address: The Limited Partnership's principal place of business and business address is:

420 Royal Palm Way
Palm Beach, Florida 33480

3. Limited Partnership's Business: The Limited Partnership's business is owning and managing real and personal property and any other legal business under the laws of the State of Florida, whether related or not to its ongoing business.

4. Registered Agent: The name and mailing address of the Limited Partnership's registered agent is:

William W. Atterbury III, Esq.
c/o Alley, Maass, Rogers & Lindsay, P.A.
321 Royal Poinciana Plaza, South
Palm Beach, Florida 33480

5. Mailing Address: The mailing address of the Limited Partnership:

420 Royal Palm Way
Palm Beach, Florida 33480

6. General Partner: The name, address and ownership percentage of the General Partner is:

DDR CAVALIERS, INC.
420 Royal Palm Way
Palm Beach, Florida 33480
(1%)

P9800007932

7. Dissolution: The latest date upon which this Limited Partnership is to be dissolved is December 31, 2058.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the undersigned this 29th day of December, 1998.

DDR CAVALIERS, INC., a Florida Corporation
General Partner

By: Claude D. Reese
Claude D. Reese, Jr., President

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Certificate of Limited Partnership was acknowledged before me this 29th day of December 1998, by Claude D. Reese, Jr., as President of DDR CAVALIERS, INC., General Partner of DDR Cavaliers Limited. He is personally known to me, ~~or has produced~~ _____ as identification.

(Notary Seal)



Marcia T. Johnston
NOTARY PUBLIC
Print Name: MARCIA T. Johnston
Commission Number: _____
Commission Expiration: _____

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 DEC 30 PM 3:15

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 30 PM 3:45

The undersigned, Claude D. Reese, Jr., President of DDR CAVALIERS, INC., a Florida corporation, the General Partner of DDR Cavaliers Limited, a Florida limited partnership (the "Limited Partnership"), upon being duly sworn, certifies as follows:

1. The total amount of capital contributions to the Limited Partnership by the Limited Partners to date is \$0.
2. The total amount anticipated to be contributed by the Limited Partners of the Partnership totals Two Million Two Hundred Ten Thousand (\$2,210,000) Dollars.

FURTHER AFFIANT SAYETH NOT.

DDR CAVALIERS, INC.,
a Florida Corporation
General Partner

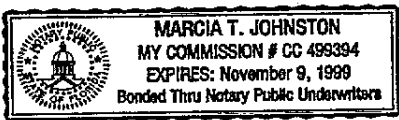
By: *Claude D. Reese, Jr.*
Claude D. Reese, Jr., President

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Affidavit of Capital Contributions was acknowledged before me this 21st day of December 1998, by Claude D. Reese, Jr., as President of DDR CAVALIERS, INC., General Partner of DDR Cavaliers Limited. He is personally known to me, ~~or has produced~~ as identification:

(Notary Seal)



Marcia T. Johnston
NOTARY PUBLIC
Print Name: MARCIA T. JOHNSTON
Commission Number: _____
Commission Expiration: _____

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 DEC 30 PM 3:45

ACCEPTANCE OF DESIGNATION

The undersigned, William W. Atterbury III, hereby accepts the designation of himself as registered agent for the limited partnership and agrees to serve in compliance with all applicable Florida Statutes.




William W. Atterbury III

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 29th day of December 1998, by William W. Atterbury III who is the Registered Agent of DDR Cavaliers Limited. He is personally known to me ~~or has produced~~ _____ as identification.

(Notary Seal)



NOTARY PUBLIC
Print Name: MARCIA T. Johnston
Commission Number: _____
Commission Expiration: _____

