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THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 417011

AUTHORIZATION : Patricia Piziks

COST LIMIT : 360.85

ORDER DATE : 10-18-99

ORDER TIME : 12:15 pm

ORDER NO. : 417011

CUSTOMER NO:

600003016726--0

FILING

NAME: 421 Silver Beach, A Limited Partnership

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON:

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 OCT 18 PM 3:26

FILED

10/18

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 OCT 18 PM 12:44

RECEIVED

**CERTIFICATE OF LIMITED PARTNERSHIP OF
421 SILVER BEACH, A LIMITED PARTNERSHIP**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certify as follows:

1. **Name of Limited Partnership.** The name of the Limited Partnership is 421 SILVER BEACH, A LIMITED PARTNERSHIP.
2. **Office for Maintenance of Business Records.** 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 421 Silver Beach, Daytona Beach, Florida 32118.
3. **Agent for Service of Process.** The name and address of the Partnership's agent for service of process in Florida is, Lisa Farmer, 801 Hamlin, South Daytona, Florida 32119.
4. **General Partners.** The name and business address of each General Partnership in the Limited Partnership is as follows:

SOUTHEAST REAL ESTATE INVESTMENTS OF VOLUSIA, INC.
421 Silver Beach, Daytona Beach, Florida 32118

999-84194

5. **Address of Partnership.** The mailing address of the Limited Partnership is 421 Silver Beach, Daytona Beach, Florida 32118.
6. **Date of Dissolution.** The latest date on which the Limited Partnership is to dissolve is September 27, 2030.
7. **Effective Date.** This certificate will become effective, and the Limited Partnership will be formed, on September 27, 1999.

Dated: September 27, 1999
ORMOND BEACH, FLORIDA


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99 OCT 28 PM 3:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Lisa Farmer

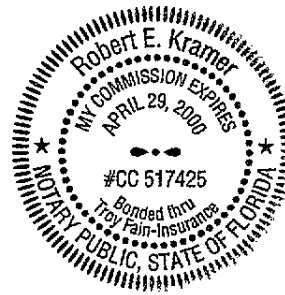
SOUTHEAST REAL ESTATE INVESTMENTS
OF VOLUSIA, INC., General Partner
By: Lisa Farmer, President of Southeast Real
Estate Investments of Volusia, Inc.

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing Certificate of Limited Partnership was acknowledged before me this 27th day of September, 1999, by LISA FARMER as the President of Southeast Real Estate Investments of Volusia, Inc., the General Partner of 421 SILVER BEACH, A LIMITED PARTNERSHIP, who is personally known to me and who did take an oath.



NOTARY PUBLIC



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
421 SILVER BEACH, A LIMITED PARTNERSHIP

The undersigned, who are all of the General Partners of 421 SILVER BEACH, A LIMITED PARTNERSHIP, declare that the capital contributions of all the Limited Partners in the Partnership are as follows:

1. The Limited Partners have made capital contributions in the following amounts:

Naji Zaza \$37,800.00

2. It is anticipated that the Limited Partners listed below will make capital contributions in the future in the following amounts:

Naji Zaza \$ 0.00

3. The net profits of the Limited Partnership shall be divided as follows:

Naji Zaza	10.00%
Southeast Real Estate Investments of Volusia, Inc.	90.00%

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated: September 27, 1999
ORMOND BEACH, FLORIDA

Lisa Farmer
SOUTHEAST REAL ESTATE INVESTMENTS
OF VOLUSIA, INC., General Partner
By: Lisa Farmer, President of Southeast Real
Estate Investments of Volusia, Inc.

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 27th day of September, 1999, by LISA FARMER as the President of Southeast Real Estate Investments of Volusia, Inc., the General Partner of 421 SILVER BEACH, A LIMITED PARTNERSHIP, who is personally known to me and who did take an oath.

Robert E. K...
NOTARY PUBLIC

