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## Florida Department of State

Division of Corporations

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### ALLAPATTAH GARDENS, LTD.

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**CERTIFICATE OF LIMITED PARTNERSHIP****OF****ALLAPATTAH GARDENS, LTD.**

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being all of the General Partners of ALLAPATTAH GARDENS, LTD., a Florida limited partnership (the "Partnership"), hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

**ALLAPATTAH GARDENS, LTD.**

2. The office and principal place of business for the Partnership currently is:

2937 S.W. 27<sup>th</sup> Avenue  
Suite 303  
Miami, Florida 33133

3. The name and address of the agent for service of process on the Partnership is:

Patricia K. Green                      2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130

4. The name and address of the General Partners of the Partnership are:

Allapattah Gardens, Inc.  
2937 S.W. 27<sup>th</sup> Avenue  
Suite 303  
Miami, Florida 33133  
*98-66569*  
And

New Century Development Corporation, Inc.  
C/o 2937 S.W. 27<sup>th</sup> Avenue  
Suite 303  
Miami, Florida 33133  
*752815*

5. The mailing address of the Partnership is:

2937 S.W. 27<sup>th</sup> Avenue  
Suite 303  
Miami, Florida 33133

This Instrument Prepared By:  
Patricia K. Green, Esq.  
Museum Tower, Suite 2200  
150 West Flagler Street  
Miami, Florida 33130  
(305) 789-3200  
Florida Bar No. 0813930

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6. The latest date upon which the Partnership shall dissolve is December 31, 2048.

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: July 29<sup>th</sup>, 1998

ALLAPATTAH GARDENS, INC., a  
Florida corporation, as general  
partner

By: 

Lloyd Rogers  
President

NEW CENTURY DEVELOPMENT CORPORATION,  
INC., a Florida not-for-profit  
corporation, as general partner

By: 

Name: SHARON Y. WILLIAMS

Title: Executive Director

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Patricia K. Green hereby accepts her appointment as registered agent for Allapattah Gardens, Ltd., a Florida limited partnership and states that she is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: July 29, 1998

  
Patricia K. Green

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA       )  
                              ) SS:  
COUNTY OF DADE        )

BEFORE ME, the undersigned authority, personally appeared Lloyd Boggio as President of ALLAPATTAH GARDENS, INC., a Florida corporation, as General Partner of ALLAPATTAH GARDENS, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.99.

2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

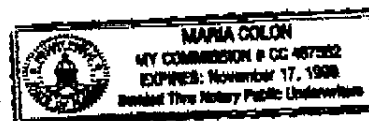
ALLAPATTAH GARDENS, INC., a  
Florida corporation, as General  
Partner

By: \_\_\_\_\_

Lloyd Boggio  
President

The foregoing instrument was acknowledged before me this 29 day of July, 1998 by Lloyd Boggio as President of ALLAPATTAH GARDENS, INC., a Florida corporation, as General Partner of ALLAPATTAH GARDENS, LTD., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did take an oath.

Print or Stamp Name:  
Notary Public, State of Florida at Large  
Commission No.:  
My Commission Expires:



**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA       )  
                                   ) SS:  
 COUNTY OF DADE        )

BEFORE ME, the undersigned authority, personally appeared Sharon Y. Williams as President of NEW CENTURY DEVELOPMENT CORPORATION, INC., a Florida corporation, as General Partner of ALLAPATTAH GARDENS, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.99.

2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

NEW CENTURY DEVELOPMENT CORPORATION,  
 INC., a Florida not-for-profit  
 corporation, as General Partner

By: Sharon Y. Williams  
 Name: Sharon Y. Williams  
 Title: Executive Director

The foregoing instrument was acknowledged before me this 29 day of July, 1998 by Sharon Y. Williams as President of NEW CENTURY DEVELOPMENT CORPORATION, INC., a Florida not-for-profit corporation, as General Partner of ALLAPATTAH GARDENS, LTD., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did take an oath.

Print or Stamp Name:  
 Notary Public, State of Florida  
 Commission No.:  
 My Commission Expires:

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