

CAPITAL CONNECTION INC.  
417 E. Virginia Street, Suite 100 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-541-8062 • Fax (850) 224-1122

A 00000000341

Prima Vista Partnership  
Ltd.

800003147138--8  
-02/25/00--01030--007  
\*\*\*1942.50 \*\*\*1942.50

\*File Second\*

177C  
2/25/00

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

<input type="checkbox"/>	Art of Inc. File
<input checked="" type="checkbox"/>	LTD Partnership File
<input type="checkbox"/>	Foreign Corp. File
<input type="checkbox"/>	L.C. File
<input type="checkbox"/>	Fictitious Name File
<input type="checkbox"/>	Trade/Service Mark
<input type="checkbox"/>	Merger File
<input type="checkbox"/>	Art. of Amend. File
<input type="checkbox"/>	RA Resignation
<input type="checkbox"/>	Dissolution / Withdrawal
<input type="checkbox"/>	Annual Report / Reinstatement
<input checked="" type="checkbox"/>	Cert. Copy (X 3)
<input type="checkbox"/>	Photo Copy
<input type="checkbox"/>	Certificate of Good Standing
<input type="checkbox"/>	Certificate of Status
<input type="checkbox"/>	Certificate of Fictitious Name
<input type="checkbox"/>	Corp Record Search
<input type="checkbox"/>	Officer Search
<input type="checkbox"/>	Fictitious Search
<input type="checkbox"/>	Fictitious Owner Search
<input type="checkbox"/>	Vehicle Search
<input type="checkbox"/>	Driving Record
<input type="checkbox"/>	UCC 1 or 3 File
<input type="checkbox"/>	UCC 11 Search
<input type="checkbox"/>	UCC 11 Retrieval
<input type="checkbox"/>	Courier

RECEIVED  
00 FEB 25 PM 3:45  
CAPITAL CONNECTION INC.

RECEIVED  
00 FEB 25 PM 10:07  
CAPITAL CONNECTION INC.

**CERTIFICATE OF LIMITED PARTNERSHIP**

**AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

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 Prima Vista Partnership, Ltd.

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 2803 W. Busch Blvd., Suite 107, Tampa, Florida.

3. Agent for Service of Process. The name and address of the Partnership's agent for service of process in Florida is Allen Goins, 2803 W. Busch Blvd., Suite 107, Tampa, Florida.

4. General Partners. the name and business address of each General Partner in the Limited partner in the Limited Partnership is as follows:

<u>Name</u>	<u>Business Address</u>
A.G. Development Group, Inc.	2803 W. Busch Blvd., Suite 107, Tampa, Florida
The Klein Partnership, Inc.	155 Polifly Road, Hackensack, NJ 07601

5. Address of Partnership. The mailing address of the Limited Partnership is c/o A.G. Development Group, Inc., 2803 W. Busch Blvd. Suite 107, Tampa, Florida.

6. Date of dissolution. The latest date on which the Limited Partnership is to dissolve is February, 2030.

7. Effective Date. This certificate will become effective, and the Limited Partnership will be formed on date of the filing.

Dated: February 18, 2000  
Tampa, Florida

A.G. Development Group, Inc.

By: Allen Goins  
Allen Goins, President

The Klein Partnership, Inc.

By: Herbert C. Klein  
Herbert C. Klein, President

RECEIVED  
FEB 25 PM 3:45  
STATE  
CORPORATIONS

K39441  
FOUUVUW1022

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF NEW JERSEY

COUNTY OF BERGEN

The undersigned, who are all the General Partners of Prima Vista Partnership, Ltd., 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:

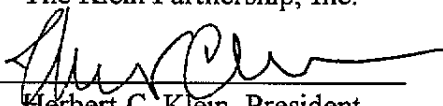
<u>Name of Limited Partner</u>	<u>Amount of Contribution</u>
<u>Herbert C. Klein</u>	<u>\$300,000.00</u>

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

<u>Name of Limited Partner</u>	<u>Amount of Contribution</u>
<u>Herbert C. Klein</u>	<u>\$300,000.00</u>

Dated: February 16, 2000  
Hackensack, New Jersey

The Klein Partnership, Inc.

By:   
Herbert C. Klein, President

SWORN TO AND SUBSCRIBED before me this 16 day of February, 2000, by Herbert C. Klein, who is personally known to me or who produced driver's licence as identification.

  
NOTARY PUBLIC  
My Commission Expires:

PATRICIA BURKE  
A Notary Public of New Jersey  
My Commission Expires Jan. 17, 2001

00 FEB 25 PM 3:45  
CLERK OF SUPERIOR COURT  
JUDICIAL DEPARTMENT  
HACKENSACK, N.J.

**CERTIFICATE DESIGNATION PLACE OF BUSINESS OF DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE - NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Prima Vista Partnership, Ltd., a Florida Limited Partnership, desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Certificate of Limited Partnership at 2803 W. Busch Boulevard, Suite 107, Tampa, Hillsborough County, Florida, has named Allen Goins as its agent to accept service of process within this State.

Having been named to accept service of process for the above-named Florida Limited Partnership, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
ALLEN GOINS

FILED  
OFFICE OF CORPORATIONS  
DIVISION OF  
00 FEB 25 PM 3:45