

A 06000000717

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

300003225549--0

-04/27/00--01002--001

****927.50 ****927.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. CARLETON Florida 1, L.P.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)



Walk in



Pick up time



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -1 PM 3:45

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
00 APR 26 PM 2:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 27, 2000

FILINGS

TALLAHASSEE, FL

SUBJECT: CARLETON FLORIDA I, L.P.
Ref. Number: W00000011101

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DIVISION OF CORPORATIONS
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We have received your document for CARLETON FLORIDA I, L.P. and your check(s) totaling \$927.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$927.50 payment.

Florida limited partnerships cannot use the suffix "L.P." Please use LTD., LIMITED, or LIMITED PARTNERSHIP.

ALSO, before this partnership can be filed, its corporate general partner -- CARLTON INVESTORS, INC. -- must be qualified in Florida.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.


If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 400A00023133

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
CARLETON FLORIDA I, LTD.**

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DIVISION OF CORPORATIONS
00 MAY -1 PM 3:45

1. Name of Limited Partnership: Carleton Florida I, LTD.
2. Business Address of Limited Partnership: 1121 South Park Road, Suite 101, Hollywood, FL 33021.
3. Name of Registered Agent: Robert S. Forman, Esquire
4. Address of Registered Agent: 2101 West Commercial Blvd., Suite 4100, Fort Lauderdale, FL 33309.
5. Signature of Registered Agent: 
6. Mailing Address of Limited Partnership: 45 Rockefeller Plaza, 10th Floor, New York, NY 10111.
7. Duration: The Limited Partnership shall have perpetual existence.
8. Name of General Partner(s): Specific Address:

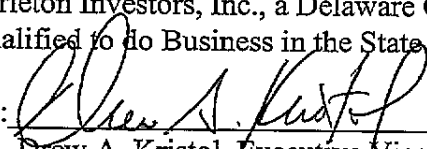
Carleton Investors, Inc., a 1121 South Park Road, Suite 101,
Delaware Corporation Hollywood, FL 33021
qualified to do business in
the State of Florida *FOSS 00002333*

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 25 day of April, 2000.

Signature of all general partners:

Carleton Investors, Inc., a Delaware Corporation,
Qualified to do Business in the State of Florida

By: 
Drew A. Kristol, Executive Vice President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
CARLETON FLORIDA I, LTD.
A FLORIDA LIMITED PARTNERSHIP

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The undersigned constituting all of the general partners of Carleton Florida I, LTD., a Florida limited partnership, certifies:

1. The amount of capital contributions to date of the limited partners is \$40,000.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$120,000.00.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts herein are true and correct.

Carleton Investors, Inc., a Delaware Corporation,
qualified to do business in the State of Florida

By: Drew A. Kristol
Drew A. Kristol, Executive Vice President
Its General Partner

Dated: April 25, 2000