



THE UNITED STATES
CORPORATION
COMPANY

A00000000893

ACCOUNT NO. : 072100000032

REFERENCE : 640246 4728029

AUTHORIZATION :

Patricia Pyjunt

COST LIMIT : \$ 87.50

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
00 MAY 31 AM 9:47

ORDER DATE : March 27, 2000

ORDER TIME : 12:42 PM

ORDER NO. : 640246-010

CUSTOMER NO: 4728029

1000003187181--6

CUSTOMER: Ms. Lisa Schillaci
REDMOND & PARRINELLO
REDMOND & PARRINELLO
400 Executive Office Building
36 West Main Street
Rochester, NY 14614

DOMESTIC FILING

NAME: GRANDEVILLE ON DELANEY LTD.

FILE 2nd

EFFECTIVE DATE:

(7)

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: _____

RECEIVED
00 MAR 28 PM 1:39
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AK 5/31



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 28, 2000

JEANINE REYNOLDS
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: GRANDVILLE ON DELANEY LTD.
Ref. Number: W00000008263

RECEIVED

PLEASE give original
to file copy

RECEIVED
DIVISION OF CORPORATIONS
MAY 31 AM 9:17

We have received your document for GRANDVILLE ON DELANEY LTD. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

This partnership cannot be filed until its general partner completes its filing.

Because the general partner will not be registering under the name GVD LTD., please make certain that the general partners new name is listed throughout these documents for GRANDEVILLE ON DELANEY LTD.

ALSO, please note that in addition to listing the partnership's PRINCIPAL OFFICE ADDRESS, you must also list its MAILING ADDRESS.

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: 900A00017098

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 MAY 31 AM 10:38

RECEIVED

CERTIFICATE OF LIMITED PARTNERSHIP

OF

GrandeVille on Delaney Ltd.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 31 AM 9:47

WE, the undersigned, desiring to form **GrandeVille on Delaney Ltd.**, a limited partnership, pursuant to the laws of the State of Florida, hereby certify and swear this 25th day of May, 2000 that:

1. The name of the Limited Partnership is **GrandeVille on Delaney Ltd.**

2. The business of the Limited Partnership shall be to acquire, own, operate and lease real estate in the name of the Limited Partnership or as a General Partner of a limited partnership, including certain properties with improvements to be built thereon in the State of Florida, including without limitation, the right to improve, manage, mortgage, refinance, sell and otherwise deal with and in every way to exercise complete control and dominion over said properties.

3. The principal place of business of the Limited Partnership shall be 2221 Lee Road, Suite 28, Winter Park, Florida 32789. This is also the Limited Partnership's mailing address.

4. The name and place or residence of each member of the Limited Partnership is as follows:

GENERAL PARTNER:

| <u>Name</u> | <u>Address</u> | <u>Ownership Interest</u> |
|-----------------------------------|---|---------------------------|
| GV Delaney, Ltd. R000000006892 | 2221 Lee Road, Suite 28 Winter Park, Florida 32789 | 1% |

LIMITED PARTNERS:

| <u>Name</u> | <u>Address</u> | <u>Ownership Interest</u> |
|----------------------------------|---|---------------------------|
| LeCesse Family Partnership, Ltd. | 2221 Lee Road, Suite 28 Winter Park, Florida 32789 | 99% |

5. The term of the Partnership shall commence on the date of the filing of this certificate with the Secretary of State of Florida, and shall terminate on the 31st day of December, 2041, unless soon terminated pursuant by the occurrence of any event described in Paragraph 12 below or by the occurrence of any event causing dissolution under the Florida Uniform Limited Partnership Act.

6. No property other than cash is to be contributed by the Limited Partners.

The amount of cash to be contributed by the Limited Partners is \$1.00.

7. No additional contribution is required to be made by the Limited Partner

8. The Limited Partners shall be entitled to 99% of the Partnership profits or other compensation by way of income in any taxable year of the Partnership, provided, however, that if a Limited Partner withdraws as a limited partner prior to December 31, 1998, he shall not be entitled to any of the Partnership's profits or other compensation by way of income for periods either prior to or subsequent to the date of withdrawal. Except as provided in the preceding sentence, no Limited Partner shall have priority over any other Limited Partner as to contributions or as to compensation by way of income.

9. A Limited Partner shall not have the right to substitute any assignee or assignees as contributors in his place.

10. No additional or substituted Limited Partner may be admitted without the consent of the General Partner. The General Partner shall have the right, in its sole and absolute discretion, to admit additional or substituted Limited Partner(s). In the event of the bankruptcy, insanity, incompetency, or death of a Limited Partner, the General Partner may designate a substitute Limited Partner therefore.

11. The Partnership shall be dissolved upon: (a) the written consent of the General Partner or all Partners, (b) the sale, forfeiture or abandonment of all or substantially all of the Partnership's properties, or (c) the retirement, death, adjudication of insanity or incapacity, dissolution, liquidation, or bankruptcy of the General Partner. Upon the occurrence of any event described in (c) above, the remaining General Partner, if any, may continue the business of the Partnership, and the Partnership will not be dissolved.

12. A Limited Partner shall have no right to demand and receive property other than cash in return for her contribution.

13. The contributions of the Limited Partners are returnable in accordance with the provisions of Paragraph 8 above.

14. This Certificate may be executed in counterparts by the Limited Partners and General Partner and any Certificate so executed shall have the same force and effect, and shall be binding on and inure to the benefit of the Limited Partners, General Partner and their heirs, executors, administrators, successors, legal representatives and assigns in the same manner, as a single, integrated Certificate executed by the Limited Partners and General Partner.

[THE FOLLOWING PAGE IS THE SIGNATURE PAGE.]

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 31 AM 9:47

IN WITNESS WHEREOF, the General Partner has signed this Certificate of Limited Partnership as of the 25th day of May, 2000.

GENERAL PARTNER:

GV Delaney Ltd.

BY: GV Delaney Inc., its General Partner

BY: Salvador F. Leccese
Salvador F. Leccese, President

FILED
CLERK OF SUPERIOR COURT
DISTRICT OF COLUMBIA
00 MAY 31 AM 9:47

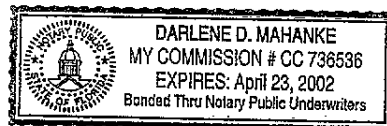
STATE OF FLORIDA)
COUNTY OF ORANGE) SS.:

I HEREBY CERTIFY, that the foregoing instrument was acknowledged before me this 25th day of May, 2000, by SALVADOR F. LECCESE, as President of GV Delaney Inc., the General Partner of GV Delaney Ltd., the General Partner of GrandeVille on Delaney Ltd., who is personally known to me (Yes) (No) or who produced _____ as identification and who (did) (did not) take an oath.

Darlene D. Mahanke
Notary Public, State of Florida

Darlene D. Mahanke
Printed Name of Notary Public

My Commission Expires: _____



STATEMENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 31 AM 9:47

STATE OF FLORIDA)
COUNTY OF ORANGE) SS.:

SALVADOR F. LECCESE, being duly sworn deposes and states:

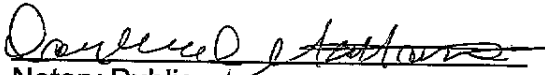
1. That he is the sole officer and director of GV Delaney Inc., the General Partner of GV Delaney Ltd. and which is the General Partner of GrandeVille on Delaney Ltd.

2. That he is personally willing to serve as a Registered Agent for the service of process by the receipt of any and all other documents. The address where he may be reached and which any and all documents should be forwarded and/or served is: 2221 Lee Road, Suite 28, Winter Park, Florida 32789.



SALVADOR F. LECCESE

Sworn to before me this
26th day of May, 2000.



Notary Public



AFFIDAVIT

STATE OF FLORIDA)
COUNTY OF ORANGE) ss.:

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 31 AM 9:47

SALVADOR F. LECCESE, the sole officer and director of GV Delaney Inc., the General Partner of GV Delaney Ltd., the General Partner of GrandeVille on Delaney Ltd. (the "General Partner") being duly sworn deposes and states as follows:

1. That GV Delaney Ltd. is the General Partner of GrandeVille on Delaney Ltd., a Florida Limited Partnership.
2. The amount of capital contributions to date of the limited partners is \$0.
3. The total amount contributed and anticipated to be contributed by the limited partners at this time is \$100.00.

GV Delaney Ltd.
BY: GV Delaney Inc., its General Partner
BY: Salvador F. Leccese
Salvador F. Leccese,
President

Sworn to before me this
26th day of May, 2000.

Darlene D. Mahanke
Notary Public

