

A00000001256

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

*General Partners are
being formed today as
well.
Thank you -
Julie*

Electronic Filing Cover Sheet

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(((H00000040135 6)))

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Fax Number : (850) 922-4003

From: Account Name : BROAD AND CASSEL (BOCA RATON)
Account Number : 076376001555
Phone : (561) 483-7000
Fax Number : (561) 483-7321

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

FLORIDA LIMITED PARTNERSHIP

MAINSTREET LAKESIDE, LTD.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 04 09 |
| Estimated Charge | \$87.50 |

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
MAINSTREET LAKESIDE, LTD.,
a Florida limited partnership

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TALLAHASSEE, FLORIDA

The undersigned general partners desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby state the following:

1. The name of the limited partnership is **MAINSTREET LAKESIDE, LTD.** (the "Partnership").

2. The address of the office of the Partnership is 1840 N. Commerce Parkway, Suite 3, Weston, Florida 33326.

3. The name and address of the agent for service of process on the Partnership is Mainstreet Lakeside, Inc., 1961 Northwest 25th Street, Boca Raton, Florida 33431.

4. The name and business address of each general partner is as follows:

| | | |
|---------------------------|------------------|---|
| Mainstreet Lakeside, Inc. | <i>P00-76044</i> | 1961 Northwest 25 th Street Boca Raton, Florida 33431 |
| WestCity Lakeside, Inc. | <i>P00-76088</i> | 1840 N. Commerce Parkway Suite 3 Weston, Florida 33326 |
| Florida Office Corp. | <i>F96-3355</i> | One Chase Manhattan Plaza 41 st Floor New York, New York 10005 |

5. The mailing address of the Partnership is 1840 N. Commerce Parkway, Suite 3, Weston, Florida 33326.

6. The latest date upon which the Partnership will dissolve is December 31, 2100.

The execution of this certificate by the undersigned General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by all of the General
Partners of Mainstreet Lakeside, Ltd. this 10th day of August, 2000.

GENERAL PARTNERS:

MAINSTREET LAKESIDE, INC.,
a Florida corporation

By: 

Paul J. Kilgallon, President

WESTCITY LAKESIDE, INC.,
a Florida corporation

By: _____

Name: _____

Title: _____

FLORIDA OFFICE CORP.,
a Delaware corporation

By: _____

Name: _____

Title: _____

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DELAWARE

AUG 10 '00 02:01PM BROAD AND CASSEL

P.4

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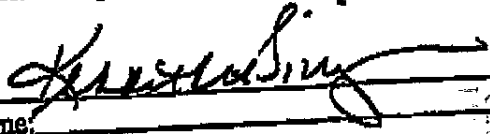
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GENERAL PARTNERS:

MAINSTREET LAKESIDE, INC.,
a Florida corporation

By: _____
Paul J. Kilgallon, President

WESTCITY LAKESIDE, INC.,
a Florida corporation

By: 
Name: _____
Title: _____

FLORIDA OFFICE CORP.,
a Delaware corporation

By: _____
Name: _____
Title: _____

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TALLAHASSEE, FLORIDA

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AUG 10 '00 02:01PM BROAD AND CASSEL

P.5

Fax Audit Number: H00000040135 6

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a Florida corporation

By: _____
Paul J. Kilgallon, President

WESTCITY LAKESIDE, INC.,
a Florida corporation

By: _____
Name: _____
Title: _____

FLORIDA OFFICE CORP.,
a Delaware corporation

By: _____
Name: John F. Sheehan
Title: Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Mainstreet Lakeside, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned partnership, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

MAINSTREET LAKESIDE, INC.,
a Florida corporation

By: 

Paul J. Kilgallon, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting all of the general partners of Mainstreet Lakeside, Ltd., a Florida limited partnership, certify as follows:

FIRST: The amount of capital contributions to date of the limited partners is \$100.

SECOND: The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.

Executed this 10 day of August, 2000.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury the undersigned declare that they have read the foregoing and that the facts alleged are true, to the best of their respective knowledge and belief.

GENERAL PARTNERS:

MAINSTREET LAKESIDE, INC.,
a Florida corporation

By: 
Paul J. Kilgallon/President

WESTCITY LAKESIDE, INC.,
a Florida corporation

By: _____
Name: _____
Title: _____

FLORIDA OFFICE CORP.,
a Delaware corporation

By: _____
Name: _____
Title: _____

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TALLAHASSEE, FLORIDA

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GENERAL PARTNERS:

MAINSTREET LAKESIDE, INC.,
a Florida corporation

By: _____
Paul J. Kilgallon, President

WESTCITY LAKESIDE, INC.,
a Florida corporation

By: *Henry Singh*
Name: _____
Title: _____

FLORIDA OFFICE CORP.,
a Delaware corporation

By: _____
Name: _____
Title: _____

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TALLAHASSEE, FLORIDA

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a Florida corporation

By: _____
Paul J. Kilgallon, President

WESTCITY LAKESIDE, INC.,
a Florida corporation

By: _____
Name: _____
Title: _____

FLORIDA OFFICE CORP.,
a Delaware corporation

By: _____
Name: John F. Shuch
Title: Secretary

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