



STERLING FINANCIAL CORPORATION
REAL ESTATE FINANCIAL INVESTMENT & MANAGEMENT

209 Phipps Plaza
Palm Beach, Florida 33480
(561) 835-1810
(561) 833-4118 (Facsimile)
www.sterlingusa.com

800003424528--4
-10/13/00-01063-005
***1837.50 ***1837.50

October 12, 2000

Via Airborne Express

Florida Department of State
409 East Gaines Street
P.O. Box 1500
Tallahassee, FL 32399

Re: Sterling Bella Vista, Ltd., a Florida limited partnership

Dear Madam or Sir :

Enclosed please find the original and one copy of the Certificate of Limited Partnership of Sterling Bella Vista, Ltd. for filing with your office. Also enclosed is a check made payable to the Florida department of State in the amount of \$1,837.50 for the necessary filing fees as follows:

Filing Fee	\$1,750.00
Certified Copy	52.50
Resident Agent Fee	35.00
	<u>\$1,837.50</u>

Upon your filing of same, please furnish the certified copy to our office in the self-addressed, Federal Express envelope which is enclosed for this purpose.

Thank you for your assistance in this matter and should you have any questions, please contact the undersigned at the telephone number listed above.

Sincerely,

Christine M. Hooker
Legal Coordinator

Enclosures

FILED
00 OCT 13 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ymh

10/18

CERTIFICATE OF LIMITED PARTNERSHIP
OF
STERLING BELLA VISTA, LTD.

The undersigned, hereby makes and files with the Secretary of State of the State of Florida this Certificate of Limited partnership for STERLING BELLA VISTA, LTD. (hereinafter the "Partnership"), for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

1. NAME OF PARTNERSHIP. The name of the Partnership shall be STERLING BELLA VISTA, LTD.

2. LOCATION OF PRINCIPAL PLACE OF BUSINESS. The principal place of business of the Partnership shall be located at 209 Phipps Plaza, Palm Beach, Florida 33408, or at such other place or places as the sole General Partner shall from time to time determine.

3. NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS. The name and address of the registered agent of the Partnership for service of process shall be A. David Kosoy, 209 Phipps Plaza, Palm Beach, Florida 33480.

4. NAME AND BUSINESS ADDRESS OF EACH GENERAL PARTNER. The name and address of the sole general partner of the Partnership are STERLING BELLA VISTA, INC., 209 Phipps Plaza, Palm Beach, Florida 33480.

5. MAILING ADDRESS OF THE LIMITED PARTNERSHIP. The mailing Address of the Partnership is 209 Phipps Plaza, Palm Beach, Florida 33480.

FILED
00 OCT 3 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


P-97684

6. TERM. The Partnership shall be dissolved on November 1, 2030 unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the Partnership.

EXECUTED this 12 day of October, 2000.

SOLE GENERAL PARTNER:

STERLING BELLA VISTA, INC.,
a Florida corporation

By: 
Vincent Costello
As its: Vice President

FILED
00 OCT 13 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.108, the undersigned certifies that the capital contributions of the Limited Partners of STERLING BELLA VISTA, LTD. are \$400,000.00. The anticipated amount of additional capital contributions of the Limited Partners is \$250,000.00.

FURTHER AFFIANT SAYETH NOT.

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

EXECUTED this 12 day of October, 2000.

SOLE GENERAL PARTNER

STERLING BELLA VISTA, LTD.
A Florida corporation

By: 

Vincent Costello

As its: Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

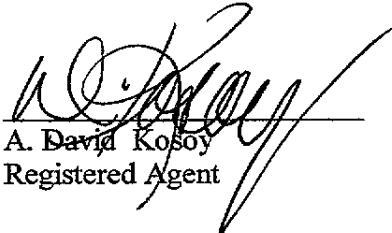
00 OCT 13 PM 3:11

FILED

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, A. DAVID KOSOY, accepts his designation as Registered Agent for STERLING BELLA VISTA, LTD., and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.

EXECUTED this 12th day of October, 2000.


A. David Kosoy
Registered Agent

FILED

00 OCT 13 PM 3:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA