

A01000000242

*Please note
Gen'l Rtnr
(La Rive, Inc) filed
today.*

Florida Department of State
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((H01000017620 5)))

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To: Division of Corporations
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

x+ 218 attn: Andrea

AL

FLORIDA LIMITED PARTNERSHIP

LA RIVE, LTD.

FILED
01 FEB 16 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Original
filed 1/31/01
below*

RECEIVED
01 FEB 15 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$87.50

*Please note - La Rive LLC
Doc # L00000007755 has
been dissolved today, incl.
Aff. permitting use
of name.*



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 31, 2001

BROAD AND CASSEL

SUBJECT: LA RIVE, LTD.
REF: W01000002374

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Document Specialist

FAX Aud. #: H01000012604
Letter Number: 601A000005902

Fax Audit Number: H01000012604 4

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
LA RIVE, LTD.
a Florida limited partnership**

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01 FEB 16 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned general partner 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 states the following:

1. The name of the limited partnership is LA RIVE, LTD. (the "Partnership").
2. The address of the office of the Partnership is 320 Southeast Mizner Boulevard, Suite 1102, Boca Raton, Florida 33432.
3. The name and address of the agent for service of process on the Partnership is La Rive, Inc., 320 Southeast Mizner Boulevard, Suite 1102, Boca Raton, Florida 33432.
4. The name and business address of each general partner is as follows:

La Rive, Inc.	320 Southeast Mizner Boulevard, Suite 1102 Boca Raton, Florida 33432
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5. The mailing address of the Partnership is 320 Southeast Mizner Boulevard, Suite 1102, Boca Raton, Florida 33432.
6. The latest date upon which the Partnership will dissolve is December 31, 2099.

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

This Certificate of Limited Partnership has been executed by the sole General Partner of La Rive, Ltd. this 15th day of February, 2001.

GENERAL PARTNER:

LA RIVE, INC., a Florida corporation

By: 
Norman S. Weinstein, President

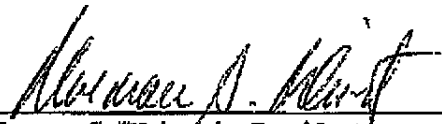
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for La Rive, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, 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.

LA RIVE, INC., a Florida corporation

By: 
Norman S. Weinstein, President

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the sole general partner of LA RIVE, LTD., a Florida limited partnership, certifies as follows:

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

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

Executed this 15th day of February, 2001.

FURTHER AFFLIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GENERAL PARTNER:

LA RIVE, INC., a Florida corporation

By: 
Norman S. Weinstein, President

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