

Division of Corporations

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H0100000258

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

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To: Division of Corporations
Fax Number : (850)922-4003

From: Account Name : BERMAN WOLFE & RENNERT, P.A.
Account Number : 076103002011
Phone : (305)577-4166
Fax Number : (305)373-6036

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB 20 AM 9:09

FILED

FLORIDA LIMITED PARTNERSHIP

VMA ASSOCIATES, LTD.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB 21 AM 8:06

RECEIVED

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$743.75

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
VMA ASSOCIATES, LTD.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB 20 AM 9:09

FILED

The undersigned, acting as organizer of a Limited Partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act hereby adopts the following certificate for such Limited Partnership:

1. NAME. The name of the Limited Partnership is:

VMA ASSOCIATES, LTD.

2. (a) PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS. The address of the office of the Partnership at which place the records shall be maintained is:

**599 West Putnam Avenue, Suite 3
Greenwich, CT 06830-6006**

(b) REGISTERED AGENT. The name and address of the Partnership's agent for service of process is:

**Registered Agents of Florida, LLC
Bank of America Tower at International Place
100 Southeast Second Street, Suite 3500
Miami, FL 33131-2130**

3. GENERAL PARTNER. The name and address of the General Partner is:

**VMA HOUSING, L.L.C., a Florida limited liability company 401-2686
319 Clematis Street, Suite 901
West Palm Beach, Florida 33401**

4. MAILING ADDRESS. The mailing address for the Limited Partnership is:

**319 Clematis Street, Suite 901
West Palm Beach, Florida 33401**

5. DISSOLUTION DATE. The term of the Partnership shall commence on the date of filing of this Certificate with the Secretary of State of Florida and shall continue until December 31, 2051, unless sooner terminated as provided in the Articles of Limited Partnership Agreement.

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IN WITNESS WHEREOF, the undersigned General Partner has hereunto executed this Certificate as of the 20 day of February, 2001.

GENERAL PARTNER:

[CORPORATE SEAL]

VMA HOUSING, L.L.C.,
a Florida limited liability company

By: [Signature]
Kristin Reiner, Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB 20 AM 9:09

FILED

STATE OF CONNECTICUT)
)
COUNTY OF FAIRFIELD)

The foregoing instrument was acknowledged before me this 20th day of February, 2001, by Kristin Reiner, as Vice President, of VMA HOUSING, L.L.C., a Florida limited liability company, on behalf of the Company, and who is personally known to me.

ANN H. MCGUIRE
NOTARY PUBLIC
MY COMMISSION EXPIRES
EXP. JANUARY 31, 2003

[Signature]
NOTARY PUBLIC, STATE OF CONNECTICUT

Having been named to accept service of process for the above stated Limited Partnership, at the place designated in this Certificate of Limited Partnership, I hereby act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

[Signature]
LEON J. WOLFE
Registered Agent

Dated: February 20, 2001

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF CONNECTICUT)
)
COUNTY OF FAIRFIELD)

FILED
01 FEB 20 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, a Notary Public, personally appeared Kristin Reiner, as Vice President of VMA HOUSING, L.L.C., a Florida limited liability company (the "Affiant"), who, after first being duly sworn, under oath, deposes and states that:

1. Affiant is the duly appointed authorized officer of VMA HOUSING, L.L.C., a Florida limited liability company (the "Company").

2. The Company is the General Partner of a Limited Partnership to be formed under the Florida Revised Uniform Limited Partnership Act under the name VMA ASSOCIATES, LTD.


3. The amount of capital contributions to date of the limited partners is \$1,000.00.

4. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000.00.

5. The Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant further certifies that he has read the full facts of this affidavit and understands its contents.

FURTHER AFFIANT SAYETH NAUGHT.

VMA HOUSING, L.L.C.,
a Florida limited liability company

By: 
Kristin Reiner, Vice President

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01 FEB 20 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF CONNECTICUT)
)
COUNTY OF FAIRFIELD)

The foregoing instrument was acknowledged before me this 20th day of February, 2001, by Kristin Reiner, as ~~Vice~~ President, of VMA HOUSING, L.L.C., a Florida limited liability company, on behalf of the Company, and who is personally known to me.

My Commission Expires:

Ann H. McGuire
NOTARY PUBLIC, STATE OF CONNECTICUT
ANN H. MCGUIRE
NOTARY PUBLIC
MY COMMISSION EXPIRES
JANUARY 31, 2003

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