



# A01000001171

ACCOUNT NO. : 072100000032

REFERENCE : 454501 126812A

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 1846.25

FILED  
01 AUG 31 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : August 31, 2001

ORDER TIME : 11:18 AM

ORDER NO. : 454501-005

CUSTOMER NO: 126812A

CUSTOMER: Jeffrey P. Orlan, Esq  
Jeffrey P. Orlan, P.A.

500004565745--4

Suite 301  
17 Squadron Boulevard  
New City, NY 10956

DOMESTIC FILING

NAME: RM UA REDEVELOPMENT, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP  
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS: **BK**

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 AUG 31 PM 12:14  
NOT FILED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

01 AUG 31 PM 1:58  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
RM UA REDEVELOPMENT, LTD.  
a Florida Limited Partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership law, hereby states the following:

1. The name of the partnership is **RM UA REDEVELOPMENT, LTD.**
2. The address of the office of the Partnership and the mailing address of the Partnership is c/o Ross Realty Investments, Inc., 3325 S. University Drive, Suite 210, Davie, FL 33328.
3. The name and address of the agent for service of process on the partnership is **BARRY ROSS**, c/o Ross Realty Investments, Inc., 3325 S. University Drive, Suite 210, Davie, FL 33328.
4. The name and business address of the General Partner is:  
**ROSS MATZ INVESTMENTS, INC.**  
3325 S. University Drive, Suite 210  
Davie, FL 33328
5. The latest date upon which the Partnership shall dissolve is December 31, 2051.

pg 9000076978

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.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the undersigned being all of the General Partners of **RM UA REDEVELOPMENT, LTD.** this August 2001.

By: Ross Matz Investments, Inc.  
its general partner

By:   
Barry Ross, President

Having been named as registered agent for **RM UA REDEVELOPMENT, LTD.**, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree 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:

  
BARRY ROSS

**AFFIDAVIT OF CAPITAL CONTRIBUTION**

STATE OF FLORIDA     )  
                                  ) SS  
COUNTY OF BROWARD )

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned, personally appeared Barry Ross as President of Ross Matz Investments, Inc., which is the general partner of RM UA Redevelopment, Ltd., a Florida limited partnership (the "Partnership"), who upon being duly sworn, certify as follows:

The amount of capital contributions to the Partnership made by all of the Limited Partners is as follows:

\$2,100,000.00

The amount of additional capital contribution anticipated to be contributed by each Limited Partner is as follows:

\$-0-

FURTHER, AFFIANT SAYETH NAUGHT.

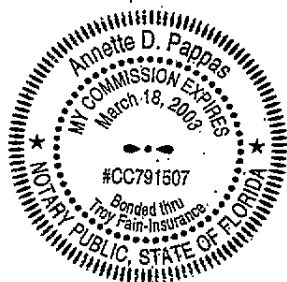
Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

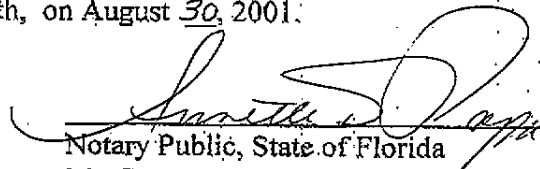
WITNESS

RM UA REDEVELOPMENT, LTD.  
BY: ROSS MATZ INVESTMENTS, INC.

By:   
Barry Ross, President

The foregoing Affidavit was subscribed and acknowledged before me by Barry Ross, as President of Ross Matz Investments, Inc., general partner of RM UA Redevelopment, Ltd., who is personally known to me and who did take an oath, on August 30, 2001.



  
Notary Public, State of Florida  
My Commission Expires: