

USC FILING & SEARCH SERVICES, INC.

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10 assie, Florida (23) 1

350) 681-652

UCL SERVICES
OF ALE ONLY

August 31, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

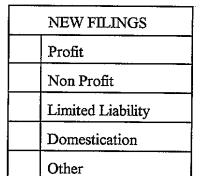
Palermo Cove, Ltd.

Filing Evidence

- □ Plain/Confirmation Copy
- □ Certified Copy

Retrieval Request

- □ Photocopy
- □ Certified Copy



OTHER FILINGS		
Annual Reports		
Fictitious Name		
Name Reservation		
Reinstatement		

X LP



- ☐ Certificate of Status
- ☐ Certificate of Good S
- □ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- □ Other

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AMENDMENTS
Amendment
Resignation of RA Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

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REGISTRATION/QUALIFICATION
 Foreign
 Limited Liability
 Reinstatement
 Trademark
 Other



CERTIFICATE OF LIMITED PARTNERSHIP

OF

PALERMO COVE, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of Palermo Cove Ltd., a Florida limited partnership (the "Partnership"), does hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

Palermo Cove, Ltd.

2. The office and principal place of business for the Partnership currently is:

300 Northwest 12th Avenue Miami, FL 33128

3. The name and address of the agent for service of process on the Partnership is:

Agustin Dominguez 300 Northwest 12th Avenue Miami, FL 33128

4. The name and address of the General Partner of the Partnership is:

GMN Palermo, Inc. 300 Northwest 12th Avenue Miami, FL 33128

5. The mailing address of the Partnership is:

300 Northwest 12th Avenue Miami, FL 33128

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

2051.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as the General Partner pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: 404UST 27, 2001

GMN Palermo, Inc., a Florida corporation, as General Partner

By: My Mull

Agustin Domingue

Title: Possi

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Agustin Dominguez hereby accepts his appointment as registered agent for Palermo Cove, Ltd. a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: AKUST 22TH 2001

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

SS:

STATE OF FLORIDA)
COUNTY OF DADE

THE 31 PM 5.

BEFORE ME, the undersigned authority, personally appeared Agustin Doranguezas President of GMN Palermo, Inc., a Florida corporation, as General Partner of Palermo Cove, Ltd., a Florida limited partnership (the "Partnership"), who state as follows:

- 1. The capital contribution made by the Limited Partner of the Partnership to the Partnership is \$999.90
- 2. It is anticipated that the Limited Partner will not make additional contributions to the capital of the Partnership.

GMN Palermo, Inc., a Florida corporation, as General Partner

Name: Agustin '
Title: Pussi Den

The foregoing instrument was acknowledged before me this 21 day of 4057, 2001, by Agustin Dominguez as Manager of GMN Palermo, Inc., a Florida corporation, as a General Partner of Palermo Cove, Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.

Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

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