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HOLD
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UCC SERVICES
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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

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other **200004566252-3**

09/04/01--01002--003
****140.00 ****140.00

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 31 PM 2:13
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

X LP

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

PALERMO COVE, LTD.

FILED
01 AUG 31 PM 5:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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
801000086617
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: AUGUST 27, 2001

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

By: [Signature]
Name: AGUSTIN DOMINGUEZ
Title: PRESIDENT

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: AUGUST 27TH, 2001

[Signature]
Agustin Dominguez
FILED
AUG 31 PM 5:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA }
COUNTY OF DADE } SS:

BEFORE ME, the undersigned authority, personally appeared Agustin Dominguez as 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

By: [Signature]
Name: AGUSTIN DOMINGUEZ
Title: PRESIDENT

The foregoing instrument was acknowledged before me this 29TH day of AUGUST, 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.

[Signature]
Print or Stamp Name:
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires:

I:\W-CO\35709\014\cert-1p

