



A01000001433

ACCOUNT NO. : 072100000032

REFERENCE : 197087 161599A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 1907.50

ORDER DATE : October 25, 2001

ORDER TIME : 2:14 PM

ORDER NO. : 197087-005

800004654018--5.1

CUSTOMER NO: 161599A

CUSTOMER: Mr. Jeffrey J. Wolfe
Daryl Cramer & Associates, Pa

Suite 910
515 North Flagler Drive
West Palm Beach, FL 33401-5010

DOMESTIC FILING

NAME: PALM BAY CLUB APARTMENTS, LTD.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

TWO CERTIFIED COPY
 PLAIN STAMPED COPY
TWO CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

RECEIVED
01 OCT 25 PM 3:21
CLERK OF THE STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
01 OCT 25 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PALM BAY CLUB APARTMENTS, LTD.**

1. The name of the limited partnership is "Palm Bay Club Apartments, Ltd." (the "Limited Partnership").

2. The address of the Limited Partnership's office is c/o Daryl Cramer & Associates, P.A., 515 N. Flagler Drive, Suite 910, West Palm Beach, Florida 33401.

3. The name and address of the agent for service of process is Daryl Cramer & Associates, P.A., 515 N. Flagler Drive, Suite 910, West Palm Beach, Florida 33401.

4. The name and business address of the general partner of the Limited partnership is as follows:

P-104506
Palm Bay Club General Partner, Inc.
c/o Daryl Cramer & Associates, P.A.
515 N. Flagler Drive, Suite 910
West Palm Beach, Florida 33401

5. A mailing address for the Limited Partnership is c/o Daryl Cramer & Associates, P.A., 515 N. Flagler Drive, Suite 910, West Palm Beach, Florida 33401.

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2041.

This Certificate of Limited Partnership of Palm Bay Club Apartments, Ltd. has been executed effective as of the 25th day of October, 2001. By such execution, the general partner whose signature is set forth below hereby affirms, under penalties of perjury, that the facts stated herein are true.

GENERAL PARTNER:

PALM BAY CLUB GENERAL
PARTNER, INC., a Florida corporation

By: _____



Fabrizio Lucchese, Its President

01 OCT 25 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned hereby accepts appointment as Registered Agent of Palm Bay Club General Partner, Inc., pursuant to the terms of Section 620.192, Florida Statutes, as amended.

DARYL CRAMER & ASSOCIATES, P.A.,

By: 
Daryl B. Cramer, President

AFFIDAVIT

The undersigned, as general partner of Palm Bay Club Apartments, Ltd., a Florida limited partnership (the "Limited Partnership"), pursuant to Section 620.108, Florida Statutes, hereby attests to the following:

1. The initial capital contribution of the limited partners of the Limited Partnership is Ten Dollars (\$10.00).

2. The total amount contributed and anticipated to be contributed by the limited partners of the Limited Partnership is Nine Hundred and Ninety Thousand Dollars (\$990,000.00).

By such execution, the general partner whose signature is set forth below hereby affirms, under penalties of perjury that the facts stated herein are true.

GENERAL PARTNER:

PALM BAY CLUB GENERAL
PARTNER, INC., a Florida corporation

By: 

Fabrizio Lucchese, Its President