



A02000000/094

ACCOUNT NO. : 072100000032

REFERENCE : 700698 7199111

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 140.00

FILED
2002 AUG 12 PM 2:04
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ORDER DATE : August 12, 2002

ORDER TIME : 11:11 AM

ORDER NO. : 700698-005

CUSTOMER NO: 7199111

900007053449--1

CUSTOMER: Seth E. Ellis, Esq
Seth E. Ellis, P.a.
Attorneys & Counselors At Law
Suite 290
2600 North Military Trail
Boca Raton, FL 33433

DOMESTIC FILING

NAME: RMAA HOLDINGS, LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Angie Glisar - EXT. 1124

EXAMINER'S INITIALS: _____

RECEIVED
02 AUG 12 AM 11:40
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN AUG 12 2002

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
RMAA HOLDINGS, LTD.,
a Limited Partnership**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

To the Secretary of State
State of Florida

The undersigned, pursuant to Section 620.108, Florida Statutes, desiring to form a limited partnership under the law of the State of Florida hereby certify that:

1. The name of the limited partnership is. **RMAA HOLDINGS, LTD., a Limited Partnership.** The mailing address and the principal place of business address is: c/o Seth E. Ellis, P.A., 2600 N. Military Trail, Suite 290, Boca Raton, Florida 33431

2. The address of the registered office of is SETH E. ELLIS, P.A., 2600 North Military Trail, Suite 290, Boca Raton, Florida 33431, and the name and address of the initial agent for service of process required to be maintained by Section 620.105, Florida Statutes is Seth E. Ellis, Esq.

2

3. The name of and the business address of each general partner are set forth below:

<u>NAME</u>	<u>BUSINESS ADDRESS</u>
#P020000 86839 RMAA MANAGEMENT CORP., INC., Florida corporation	c/o Seth E. Ellis, P.A., 2600 N. Military Trail Suite 290, Boca Raton, Florida 33141

4. The limited partnership shall be a term of years partnership with its dissolution to take place on December 31, 2075, unless sooner terminated in accordance with the limited partnership agreement of the Act.

5. The effective date of this Certificate of Limited Partnership shall be upon filing with the Department of State.

6. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by (a) SETH E. ELLIS, as President of RMAA MANAGEMENT CORP., INC., a Florida corporation, as the General Partner of RMAA HOLDINGS, LTD. or (b) an authorized corporate officer, of RMAA MANAGEMENT CORP., INC., a Florida corporation, as General Partner of RMAA HOLDINGS, LTD.

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.

Signed on 8/9, 2002.

RMAA MANAGEMENT CORP., INC.
a Florida corporation

By:


SETH E. ELLIS, Vice President

FILED
2002 AUG 12 PM 2:04
DIV. OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
FOR
RMAA HOLDINGS, LTD.**

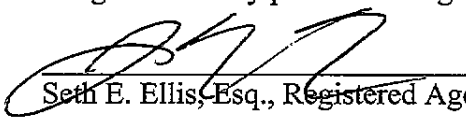
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TALLAHASSEE, FLORIDA

**PURSUANT TO THE PROVISIONS OF SECTION: 620.108, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED PARTNERSHIP SUBMITS THE FOLLOWING STATEMENT
IN DESIGNATING THE REGISTERED OFFICE. REGISTERED AGENT, IN THE STATE
OF FLORIDA.**

1. The name of the Limited Partnership is: **RMAA HOLDINGS, LTD.**
2. The name and address of the registered agent and office is:

SETH E. ELLIS, ESQ.
SETH E. ELLIS, P.A.,
2600 North Military Trail, Suite 290
Boca Raton, Florida 33431

Having been named as registered agent and to accept service of process for the above stated Limited Partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Seth E. Ellis, Esq., Registered Agent


Date

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared SETH E. ELLIS, as Vice President of RMAA MANAGEMENT CORP., INC., a Florida corporation, which is the General Partner of **RMAA HOLDINGS, LTD.**, a Florida limited partnership, hereinafter referred to as the "Partnership", c/o Seth E. Ellis, P.A., 2600 N. Military Trail, Suite 290, Boca Raton, FL 33431, who upon being fully sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each Limited Partner is as follows:

SETH E. ELLIS 2600 N. Military Trail, Suite 290, Boca Raton, FL 33431	\$ 990.00
Total	\$ 990.00

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

SETH E. ELLIS 2600 N. Military Trail, Suite 290, Boca Raton, FL 33431	\$ 0.00
Total	\$ 0.00

FURTHER AFFIANT SAITH 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.

GENERAL PARTNER:


RMAA MANAGEMENT CORP, INC., INC.
a Florida corporation

By: 

SETH E. ELLIS, Vice-President

Dated: 8/9, 2002

The foregoing instrument was acknowledged before me this 9 day of August, 2002, by SETH E. ELLIS, as Vice President of RMAA MANAGEMENT CORP, INC., INC., a Florida corporation, the General Partner of the Partnership, who is personally known to me or has produced as identification.



Notary Public, State of Florida, at Large



Commission # DD122740

Expires June 5, 2006

Bonded Thru

Print/Type or Stamp Notary Name

Commission No. (if any)

My Commission Expires:

6/5/06



Ingrid S. McLean
Commission # DD122740
Expires June 5, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

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