

Division of Corporations

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DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

3801 PGA LP HOLDING, LTD.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$148.75

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TALLAHASSEE, FLORIDA

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3801 PGA LP HOLDING, LTD.

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned general partner of 3801 PGA LP Holding, Ltd., a Florida limited partnership (the "Partnership"), desiring to adopt this Certificate of Limited Partnership of the Partnership (the "Certificate"), pursuant to provisions of the Florida Revised Uniform Limited Partnership Act, hereby states:

1. The name of the Partnership is 3801 PGA LP Holding, Ltd.
2. The address of the office of the Partnership is 3801 PGA Boulevard, Suite 600, Palm Beach Gardens, FL 33410.
3. The name and address of the office of the agent for service of process on the Partnership is REGSERV CORP., 3801 PGA Boulevard, Suite 600, Palm Beach Gardens, FL 33410.
4. The name and current business address of the office of the general partner of the Partnership is 3801 PGA Equity Investors, Ltd., 3801 PGA Boulevard, Suite 600, Palm Beach Gardens, FL 33410.
5. The mailing address for the Partnership is 3801 PGA Boulevard, Suite 600, Palm Beach Gardens, FL 33410.
6. The latest date upon which the Partnership shall dissolve is December 31, 2100.

This Certificate is duly executed and is being filed in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act.

The execution of this certificate by the undersigned general partner constitutes an affirmation under penalties of perjury that he has read the foregoing and he knows the contents thereof and that the facts stated herein are true and correct.

IN WITNESS WHEREOF, this Certificate has been executed by the general partner of 3801 PGA LP Holding, Ltd. this 29th day of November, 2002.

**3801 PGA Equity Investors, Ltd., its
General Partner
By: 3801 PGA Equity Corporation, its
General Partner**

By: Lawrence J. Diamond
Lawrence J. Diamond
Its: Vice President

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**AFFIDAVIT OF CAPITAL CONTRIBUTION
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned, being ~~the sole~~ general partner of 3801 PGA LP Holding, Ltd., certifies:

- 1) The amount of capital contributions to date of the limited partners is \$ -0-.
- 2) The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000.00.

Signed this 29th day of November, 2002.
FURTHER AFFIANT SAYETH NOT.

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 TALLAHASSEE, FLORIDA
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Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

**3801 PGA Equity Investors, Ltd., its
General Partner
By: 3801 PGA Equity Corporation, its
General Partner**

By: Lawrence J. Diamond
Lawrence J. Diamond
Its: Vice President

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted in accordance with the requirements of Chapter 620.192, Florida Statutes: 3801 PGA LP Holding, Ltd. has named REGSERV CORP., 3801 PGA Boulevard, Suite 600, Palm Beach Gardens, FL 33410, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated limited partnership at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 620.192, F.S., relative to keeping open said office

Dated this 29th day of November, 2002.

REGSERV CORP.

By: Lawrence J. Diamond
Its: Vice President

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