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To:

Division of Corporations

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From:

: DREIER, BARITZ AND COLMAN Account Name

Account Number : I2000000130 ; (561)750-0910

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FLORIDA LIMITED PARTNERSHIP

Palm Beach Gardens Limited Partnership

Certificate of Status	0
Certified Copy	1
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CERTIFICATE OF LIMITED PARTNERSHIP OF PALM BEACH GARDENS LIMITED PARTNERSHIP, A FLORIDA LIMITED PARTNERSHIP

The undersigned, desiring to form PALM BEACH GARDENS LIMITED PARTNERSHIP, a Fiorida limited partnership, under the provisions of Chapter 620 of the Florida Statutes, does hereby make, sign and swear the following Certificate, executed and filed pursuant to § 620,108, Fl. Stats., for that purpose:

- 1. The name of the limited partnership is PALM BEACH GARDENS LIMITED PARTNERSHIP, a Florida Limited Partnership (the Limited Partnership").
- 2. The mailing address and principal place of business address of the Limited Partnership is 751 Park of Commerce Drive, Suite 128, Boca Raton, Fl 33487. The name and address of the Limited Partnership's agent for service of process is, Nancy B. Colman, Esq., Baritz & Colman, LLP., 150 East Palmetto Park Road, Suite750, Boca Raton, FL 33432.
- The name and business address of the sole General Partner of the Limited Partnership is PALM BEACH GARDENS, INC. 751 Park of Commerce Dr., Suite 128, Boca Raton, FL 33487.
- 4. The latest date upon which the Limited Partnership is to dissolve is December 31, 2052, unless otherwise set forth in the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned has executed and delivered this Certificate of Limited Partnership on Pecenher 6 ______, 2002.

PALM BEACH GARDENS, INC., Sole General Partner of PALM BEACH GARDENS LIMITED PARTNERSHIP

Martin Pechter, President

Prepared By: Nancy B. Colman, Esq. Baritz & Colman, LLP. 150 East Palmetto Park Road, Suite 750 Boca Raton, Fl 33432

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF THE LIMITED PARTNERS OF PALM BEACH GARDENS LIMITED PARTNERSHIP, A FLORIDA LIMITED PARTNERSHIP

Before me, the undersigned authority, personally appeared Martin Pechter, the President of PALM BEACH GARDENS, INC, the General Partner of PALM BEACH GARDENS LIMITED PARTNERSHIP, who, being first duly sworn deposes and says:

- 1. That the limited partnership known as PALM BEACH GARDENS LIMITED PARTNERSHIP, currently has five (5) limited partners.
- 2. The total amount of cash contributed by the limited partners of Palm Beach Carders Umited Hybriday is Two million + No/InD Dollars (\$2,000,000.00 cash.
- 3. The total of cash and property anticipated to be contributed by members is Two Million 4 N9/100 (\$2,000,000.00)

Further, Affiant sayeth naught.

PALM BEACH GARDENS, INC Sole General Partner of PALM BEACH GARDENS LIMITED PARTNERSHIP

MARTIN PECHTER, President

State of Florida County of Palm Beach

.The foregoing instrument was acknowledged before me this 6th day of Decem, 2002, by the Harring May who (1) is personally known to me or, () who has produced as identification.

NOTARY SEAL

COMMISSION EXPIRES
MY COMMISSION EXPIRES
MY COMMISSION EXPIRES
MAY 23, 2005

Notary Public

02 DEC -9 PH 2522 PALLAHASSEE, FLENIDA