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TALLAHASSEE, FLORIDA

**FLORIDA LIMITED PARTNERSHIP**  
**VEGAS GRAND CONDOMINIUMS LIMITED PARTNERSHIP**

Certificate of Status	0
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## THIS INSTRUMENT PREPARED BY:

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CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
VEGAS GRAND CONDOMINIUMS LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certify as follows:

1. The name of the Partnership is VEGAS GRAND CONDOMINIUMS LIMITED PARTNERSHIP

2. The purpose of the Partnership is to acquire and manage real and personal property.

3. The principal place of business and mailing address of the Partnership is 474 S. Northlake Boulevard, Suite 1020, Altamonte Springs, FL 32701.

4. The name and principal place of business of the General Partner is as follows:

General Partner:

VEGAS GRAND CONDOMINIUMS  
GENERAL PARTNER, LTD.  
c/o Christopher DelGuidice  
474 S. Northlake Boulevard  
Suite 1020  
Altamonte Springs, FL 32701

5. The term for which the Partnership is to exist is from the date the Certificate of Limited Partnership is issued from the Secretary of State, through December 31, 2035, unless sooner terminated.

6. The amount of property initially contributed by the Limited Partners is \$500,000.00. <sup>\$4,000,000</sup>

7. The Limited Partners are not required to contribute any additional capital to the Partnership.

8. The name and address of the Registered Agent for service of process is:

Christopher DelGuidice  
474 S. Northlake Boulevard  
Suite 1020  
Altamonte Springs, FL 32701

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IN WITNESS WHEREOF, the undersigned, being duly sworn, have certified, sworn to and agreed to the foregoing this 2 day of Sept, 2003.

GENERAL PARTNER:

VEGAS GRAND CONDOMINIUMS  
GENERAL PARTNER, LTD., a Florida  
limited partnership

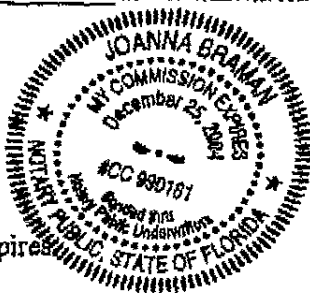
By: VG GENERAL PARTNER, INC., a  
Florida corporation, its general partner

By:   
Christopher DelGuidice  
President


STATE OF FLORIDA )  
 ) ss.  
COUNTY OF ORANGE )

03 SEP 12 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of September, 2003 by CHRISTOPHER DELGUIDICE as President of VG GENERAL PARTNER, INC., the general partner of VEGAS GRAND CONDOMINIUMS GENERAL PARTNER, LTD., the general partner of VEGAS GRAND CONDOMINIUMS LIMITED PARTNERSHIP, on behalf of the partnership. He is personally known to me or has produced \_\_\_\_\_ as identification.



My Commission expires

  
NOTARY PUBLIC, STATE OF FLORIDA  
Print name: JOANNA BRAMAN  
Commission No.: CC990161

CERTIFICATE OF REGISTERED AGENT  
OF  
VEGAS GRAND CONDOMINIUMS LIMITED PARTNERSHIP

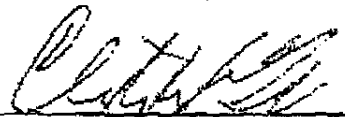
In pursuance of Chapter 620.105, Florida Statutes, the following is submitted, in compliance with said Act:

That VEGAS GRAND CONDOMINIUMS LIMITED PARTNERSHIP, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Certificate of Limited Partnership, at the City of Maitland, County of Orange, State of Florida, has named Christopher DelGuidice, 474 S. Northlake Boulevard, Suite 1020, Altamonte Springs, FL 32701, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 2 day of Sept, 2003.

  
Christopher DelGuidice

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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