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	Bainbridge Park Central Hold	lings, Ltd.
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Filing Evidence Blain/Confirmation		Type of Document Certificate of Status
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STATE OF FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP OF BAINBRIDGE PARK CENTRAL HOLDINGS, LTD.

(a Florida limited partnership)

THE UNDERSIGNED, constituting the sole general partner of BAINBRIDGE PARK CENTRAL HOLDINGS, LTD. (the "Partnership"), does hereby submit the following information in accordance with the Florida Revised Limited Partnership Act (1986) to make public the information of the Partnership:

1. Name: The name of the Partnership shall be:

BAINBRIDGE PARK CENTRAL HOLDINGS, LTD.

2. <u>Registered Agent</u>: The Registered Agent and Registered Office of the Partnership in the State of Florida is:

Name:

Richard A. Schechter

Address:

12765 W. Forest Hill Blvd., Suite 1307

Wellington, Florida 33414

Having been named the statutory registered agent of the Partnership named above at the place designated in this Certificate of Limited Partnership, I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by \$620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.

Richard A. Schechter, Registered Agent

3. General Partner: The name and address of the general partner of the Partnership is:

BAINBRIDGE PARK CENTRAL HOLDINGS, INC.

12765 W. Forest Hill Blvd., Suite 1307

Wellington, Florida 33414

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- 4. <u>Partnership Address</u>: The office and mailing address for the Partnership shall be: 12765 W. Forest Hill Blvd., Suite 1307, Wellington, Florida 33414.
- 5. <u>Dissolution</u>: The latest date upon which the Partnership will dissolve is December 31, 2054.

IN WITNESS WHEREOF, the undersigned does hereby execute this Certificate of Limited Partnership and attach an Affidavit declaring the amount of the capital contribution of the limited partners and the anticipated amount to be contributed by the limited partners.

BAINBRIDGE PARK/CENTRAL HOLDINGS, INC., a Florida corporation, as/general-partner.

Richard A. Schechter, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, general partner of BAINBRIDGE PARK CENTRAL HOLDINGS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who upon being sworn, certify as follows:

- 1. The amount of capital contributions of the limited partners contributed to date is \$ zero.
- 2. The total amount contributed to date and anticipated to be contributed to the capital of the limited partners is \$4,375,000.00.

Dated this 23rd day of January, 2004.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and the facts stated herein are true, to the best of my knowledge and belief.

BAINBRIDGE PARK CENTRAL HOLDINGS, INC, a Florida corporation as general partner

Richard A. Schechter, President

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