

H040000011920

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0363

From:

Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 350-2446

RECEIVED
04 JUL -8 PM 12:45
DIVISION OF CORPORATION

The formation documents of the General Partners are being submitted simultaneously with this filing under fax H04000140073 and H04000140071

FLORIDA LIMITED PARTNERSHIP

Boca Holly Hill Associates, Ltd.

Certificate of Status	1
Certified Copy	1
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Estimated Charge	\$148.75

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FAXED BY *AP*
DATE 7/6/04 TIME 4:52 AM

H04000140079

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2004 JUL 7 A 11:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
HOLLY HILL ASSOCIATES, LTD.**

The undersigned, desiring to form a limited partnership in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as set forth in Sections 620.101 to 620.192, Florida Statutes, as amended, hereby state as follows:

1. The name of the limited partnership is Holly Hill Associates, Ltd., a Florida limited partnership (the "Limited Partnership").

2. The address of the registered office of the Limited Partnership is:

321 East Hillsboro Boulevard
Deerfield Beach, Florida 33441

3. The name and address of the agent for service of process required to be maintained by Section 620.195, Florida Statutes, as amended, are:

Theodore R. Stotzer
321 East Hillsboro Boulevard
Deerfield Beach, Florida 33441

4. The names and business addresses of the general partners of the Limited Partnership are:

Boca Holly Hill GP, Inc.
321 East Hillsboro Boulevard
Deerfield Beach, Florida 33441

Swordlow Holly Hill GP, LLC
321 East Hillsboro Boulevard
Deerfield Beach, Florida 33441

5. The mailing address for the Limited Partnership is:

321 East Hillsboro Boulevard
Deerfield Beach, Florida 33441

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2054.

The execution of this Certificate of Limited Partnership on behalf of the undersigned general partners constitutes an affirmation that the facts stated herein are true.

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IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed in the name and on behalf of the general partners of the Limited Partnership as of the 9 day of July, 2004.

2004 JUL - 7 A 11: 18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GENERAL PARTNERS:

Boca Holly Hill GP, Inc., a Florida corporation

By: 
Theodore R. Stotzer, Vice President

Swordlow Holly Hill GP, LLC, a Florida limited liability company

By: 
Theodore R. Stotzer, Authorized Representative

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, having been designated as registered agent for Holly Hill Associates, Ltd., a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that he will accept service of process for and on behalf of the Limited Partnership and that he will comply with any and all laws, including, without limitation, Section 620.192, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited partnership.

Dated: July 9, 2004.


Theodore R. Stotzer, Registered Agent

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

2004 JUL -7 A 11:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of Holly Hill Associates, Ltd., a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$1.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNERS:

Boca Holly Hill GP, Inc., a Florida
corporation

By: 

Theodore R. Stotzer, Vice President

Swordlow Holly Hill GP, LLC, a Florida limited
liability company

By: 

Theodore R. Stotzer, Authorized Representative