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Fax Number : 19501205-0383

From: Account Name : BARITZ & COLMAN LLP
Account Number : 120000000130
Phone : (561) 750-0920
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FLORIDA LIMITED PARTNERSHIP

Southstar Land Palm Bay Limited Partnership

Certificate of Status	0
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TALLAHASSEE, FLORIDA

(H040002336093)

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SOUTHSTAR LAND PALM BAY LIMITED PARTNERSHIP, A FLORIDA LIMITED
PARTNERSHIP**

The undersigned, desiring to form SOUTHSTAR LAND PALM BAY LIMITED PARTNERSHIP, a Florida 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 S 620.108, Fl. Stats., for that purpose:

1. The name of the limited partnership is SOUTHSTAR LAND PALM BAY 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, Florida 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, Suite 750, Boca Raton, FL 33432.
3. The name and business address of the sole General Partner of the Limited Partnership is SOUTHSTAR LAND PALM BAY, INC. 751 Park of Commerce Drive, Suite 128, Boca Raton, Florida 33487.
4. The latest date upon which the Limited Partnership is to dissolve is in perpetuity, unless otherwise set forth in the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned has executed and delivered this Certificate of Limited Partnership on November 23rd, 2004.

SOUTHSTAR LAND PALM BAY, INC.
Sole General Partner of SOUTHSTAR LAND
PALM BAY LIMITED PARTNERSHIP

By: 
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
SOUTHSTAR LAND PALM BAY LIMITED PARTNERSHIP, A FLORIDA LIMITED
PARTNERSHIP**

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

1. That the limited partnership known as SOUTHSTAR LAND PALM BAY LIMITED PARTNERSHIP currently has four (4) limited partners.
2. The total amount of cash contributed by the limited partners of SOUTHSTAR LAND PALM BAY LIMITED PARTNERSHIP is One Hundred Dollars (\$100.00) cash.
3. Real Property in the amount of \$0 has been contributed by partners.
4. The total of cash and property anticipated to be contributed by the partners is One Hundred Dollars (\$100.00). This amount includes amounts from Paragraphs 2 and 3 above.

Further, Affiant sayeth naught.

SOUTHSTAR LAND PALM BAY, INC.
Sole General Partner of SOUTHSTAR LAND
PALM BAY LIMITED PARTNERSHIP.

By: [Signature]
Martin Pechter, President

State of Florida
County of Palm Beach

The foregoing instrument was acknowledged before me this 23 day of March, 2004, by Martin Pechter as President of SOUTHSTAR LAND PALM BAY, INC. the General Partner of SOUTHSTAR LAND PALM BAY LIMITED PARTNERSHIP, who () is personally known to me or, () who has produced _____ as identification.

NOTARY SEAL

[Signature]
Notary Public

03/18/07
My Commission Expires:



Valerie A. Rolfe
My Commission DD184682
Expires March 18, 2007

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VALERIE A. ROLFE
NOTARY PUBLIC, FLORIDA

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**CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND
REGISTERED OFFICE FOR SERVICE OF PROCESS**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

1. That SOUTHSTAR LAND PALM BAY LIMITED PARTNERSHIP, desiring to organize under the laws of the State of Florida, has named Nancy B. Colman, of Baritz & Colman, LLP., located at 150 East Palmetto Park Road, Suite 750, Boca Raton, Florida 33432, as its agent to accept service of process within Florida.



Nancy B. Colman, Esq.

Dated: 11/23, 2004

2. That, having been named to accept service of process for the above-stated limited partnership, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

BARITZ & COLMAN, LLP.
Registered Agent



By: Nancy B. Colman, Esq.

Dated: 11/23

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

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