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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

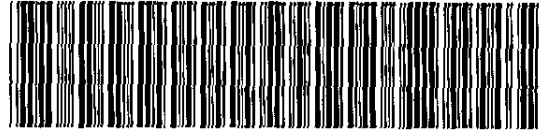
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LEVY KNEEN, P.L.

ATTORNEYS AT LAW

ELEANOR B. HALPERIN

BOARD CERTIFIED IN REAL ESTATE LAW

DIRECT 561.478.4722

ehalperin@levykneen.com

1 June 2005

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Southstar Land Friends Farm Limited Partnership

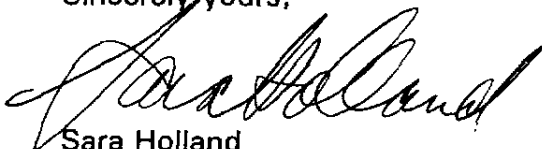
To Whom It May Concern:

Enclosed find Certificate of Limited Partnership and Affidavit of Capital Contributions for Florida Limited Partnership, along with a check in the amount of \$1,785.00 in full payment of the filing fees. Please file these documents and send an acknowledgment to:

Eleanor B. Halperin, Esq.
Levy Kneen, PL
1601 Forum Place
Suite 300
West Palm Beach, FL 33401

If you should have any questions or need anything further, feel free to contact me at 561-478-4722. Thank you.

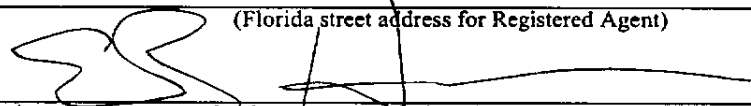
Sincerely yours,



Sara Holland
Legal Assistant

Enclosures

CERTIFICATE OF LIMITED PARTNERSHIP

1. Southstar Land Friends Farm Limited Partnership
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 751 Park of Commerce Drive, Suite 128, Boca Raton, FL 33487
(Business address of Limited Partnership)
3. Eleanor B. Halperin, Esq.
(Name of Registered Agent for Service of Process)
4. 1601 Forum Place, Suite 300, West Palm Beach, FL 33401
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 751 Park of Commerce Drive, Suite 128, Boca Raton, FL 33487
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: Dec. 31, 2055

8. Name(s) of general partner(s): _____ Street address: _____

Southstar Land Friends Farm, Inc.

751 Park of Commerce Drive

P05-78248

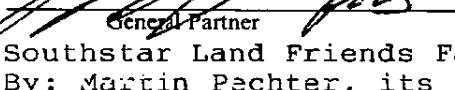
Suite 128

Boca Raton, FL 33487

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

Signed this 31st day of May, 2005.

Signature of all general partners:


General Partner
Southstar Land Friends Farm, Inc.
By: Martin Pechter, its President

General Partner

General Partner

General Partner

General Partner

05 JUN - 5 41 PM '05

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

The undersigned constituting all of the general partners of Southstar Land Friends
Farm Limited Partnership ,

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 0 .

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 19,575,000.00 .

Signed this 31st day of May , 2005 .

FURTHER, AFFIANT SAYETH NOT.

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


General Partner

Southstar Land Friends Farm, Inc.
By: Martin Pechter, its President

General Partner

General Partner

General Partner

General Partner