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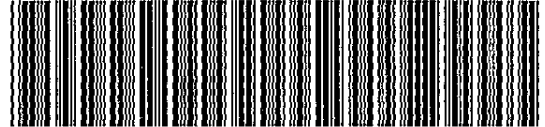
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TALLAHASSEE, FLORIDA

Landis & Mallinger, P.L.

Attorneys at Law

COMPSON FINANCIAL CENTER, SUITE 302
980 NORTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

DANIEL M. LANDIS
MARTIN R. MALLINGER

TELEPHONE
(561) 391-5506
(561) 394-7181
FACSIMILE
(561) 391-5676
(561) 394-7976

January 23, 2006

VIA FEDEX PRIORITY OVERNIGHT

New Filing Section
Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee FL 32314

RE: NORTHEAST 9TH AVENUE DEVELOPMENT PARTNERS I, LTD.
OUR FILE NO. B-060152

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

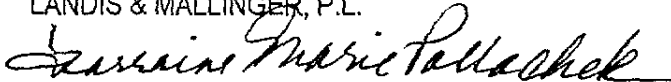
Dear Sir or Madam:

Enclosed herewith please find the original, executed Certificate of Limited Partnership, Acceptance of Appointment as and Affidavit Capital Contributions regarding the above-referenced Florida limited partnership and our check in the amount of \$1,061.25, representing the filing fee for same and the cost of a Certificate of Status. Please process the enclosures at your earliest convenience and forward copies of the filed instruments and a Certificate of Status to the undersigned as soon thereafter as possible.

Thank you for your anticipated attention to the foregoing. Please feel free to contact the undersigned should you have any questions.

Very truly yours,

LANDIS & MALLINGER, P.L.



Lorraine Marie Pollachek
Legal Asst. to Martin R. Mallinger

MRM/imp
Encl.
(B-060152; SECRETARY STATE L01)

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
NORTHEAST 9TH AVENUE DEVELOPMENT PARTNERS, LTD.
A Florida Limited Partnership**

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620, of the Florida Statutes, hereby states the following:

1. The name of the Limited Partnership is NORTHEAST 9TH AVENUE DEVELOPMENT PARTNERS, LTD. (the "Partnership").

2. The address of the office of the Partnership is 1928 Thatch Palm Drive, Boca Raton, Florida 33432.

3. The name and address of the agent for service of process on the Partnership is NORTHEAST 9TH AVENUE DEVELOPMENT PARTNERS, INC., 1928 Thatch Palm Drive, Boca Raton, Florida 33432.

4. The name and business address of each general partner is as follows:

Northeast 9th Street Development Partners, Inc.
1928 Thatch Palm Drive
Boca Raton, Florida 33432
Document No. P06000013279

5. The mailing address of the Partnership is 1928 Thatch Palm Drive, Boca Raton, FL 33432.

6. The latest date upon which the Partnership will dissolve is December 31, 2011.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by the sole General Partner of NORTHEAST 9TH AVENUE DEVELOPMENT PARTNERS, LTD. this 1 day of FEBRUARY, 2006.

GENERAL PARTNER:

NORTHEAST 9TH AVENUE DEVELOPMENT
PARTNERS, INC., a Florida corporation

BY: 

NAME: BARRY A. LEHMAN

TITLE: PRESIDENT

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for NORTHEAST 9TH AVENUE DEVELOPMENT PARTNERS, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

DATE: FEBRUARY 1, 2006.

NORTHEAST 9TH AVENUE DEVELOPMENT
PARTNERS, INC., A FLORIDA CORPORATION

BY: *Barry A. Lehman*
NAME: BARRY A. LEHMAN
TITLE: PRESIDENT

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FLORIDA