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Parkview Gardens, L.P.

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PARKVIEW GARDENS, L.P.**

STATE OF NEW YORK
COUNTY OF NEW YORK

THIS CERTIFICATE is made this 21st day of February, 2007, by PARKVIEW GARDENS DEVELOPERS, LLC, a Florida limited liability company, the General Partner of PARKVIEW GARDENS, L.P., a Florida limited partnership.

1. NAME: The firm name and style under which the partnership is to be conducted shall be PARKVIEW GARDENS, L.P.

2. PLACE OF BUSINESS ADDRESS AND MAILING ADDRESS: The principal place of business of the Limited Partnership shall be located at:

PARKVIEW GARDENS, L.P.
c/o Omni New York, LLC
885 Second Avenue, 31st Floor, Suite C
New York, NY 10017

3. GENERAL PARTNER ADDRESS: The name and business address of the General Partner is as follows:

PARKVIEW GARDENS DEVELOPERS, LLC #L07-19253
c/o Omni New York, LLC
885 Second Avenue, 31st Floor, Suite C
New York, NY 10017

4. REGISTERED AGENT: The name and address of the Registered Agent is as follows:

Curtis D. Hamlin, Esq.
PORGES, HAMLIN, KNOWLES, PROUTY, THOMPSON & NAJMY, P.A.
1206 Manatee Avenue West
Bradenton, Florida 34205

5. LATEST DATE OF DISSOLUTION: The latest date upon which the Limited Partnership is to be dissolved is December 31, 2008.

[Signature on Following Page]


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By: PARKVIEW GARDENS DEVELOPERS, LLC, a Florida limited liability company, as General Partner of PARKVIEW GARDENS, L.P., a Florida limited partnership

By: ONY PARKVIEW, LLC, a New York limited liability company, as a Managing Member of PARKVIEW GARDENS DEVELOPERS, LLC

By: OMNI AMERICA, LLC, A New York limited liability company, as a Managing Member of ONY PARKVIEW, LLC

By: 
Eugene Schneur, as a Managing Director

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REGISTERED AGENT:

I, Curtis D. Hamlin, accept the designation by PARKVIEW GARDENS DEVELOPERS, LLC, to serve as REGISTERED AGENT for the Partnership on the day and year first above written.

By: 
Curtis D. Hamlin, Esq., Registered Agent

STATE OF NEW YORK
COUNTY OF NEW YORK

The foregoing instrument was acknowledged before me this 21st day of February, 2007, by Eugene Schneur, as a Managing Director of OMNI AMERICA, LLC, a New York limited liability company, as the sole Member of ONY PARKVIEW, LLC, a New York limited liability company, as a Managing Member of PARKVIEW GARDENS DEVELOPERS, LLC, a Florida limited liability company as the General Partner of PARKVIEW GARDENS, L.P., a Florida limited partnership, on behalf of the limited liability companies and the limited partnership. He is personally known to me.


Notary Public, State of New York

(Type or Print Notary Name Here)

(SEAL)
JOEY KOTICK
NOTARY PUBLIC-STATE OF NEW YORK
No. 01K06137790
Qualified in New York County
My Commission Expires December 08, 2009