Certificate of Limited Partnership

Name of Limited Partnership:

VERDANT REAL ESTATE FUND 1, LP

A07000001190 FILED October 19, 2007 Sec. Of State gharvey

Street Address of Limited Partnership:

1110 SOUTH AVENUE STATEN ISLAND, NY. 10314

Mailing Address of Limited Partnership:

1110 SOUTH AVENUE STATEN ISLAND, NY. 10314

The name and Florida street address of the registered agent is:

MICHAEL H HOFFMAN ESQ 854 NE 78TH ST. BOCA RATON, FL. 33487

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: MICHAEL HOFFMAN

The name and address of all general partners are:

Title: G JAMES P STUCKEY 1110 SOUTH AVENUE STATEN ISLAND, NY. 10314

The effective date for this Limited Partnership shall be:

10/19/2007

Signed this Nineteenth day of October, 2007

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

General Partner Signature: JAMES STUCKEY