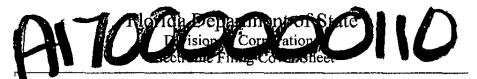
Division of Corporations

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March 7, 2017

FLORIDA DEPARTMENT OF STATE

BROAD AND CASSEL - AFFORDABLE HOUSING Of Corporations

SUBJECT: EMERALD VENTURE LP

REF: W17000019039

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

The document number of the name conflict is \$56059.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Jenna D Harris Regulatory Specialist II FAX Aud. #: H17000062582 Letter Number: 617A00004297

SKEEL CLORDS

CERTIFICATE OF LIMITED PARTNERSHIP OF EMERALD PALMS VENTURE LP

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of EMERALD PALMS VENTURE LP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

- 1. The name of the Partnership shall be Emerald Palms Venture LP (the "Partnership").
- 2. The address of the initial office where records shall be kept shall be 101 SE 4th Avenue, Delray, Florida 33483. The name and address of the initial registered agent for service of process is Stephen J. Garchik, 101 SE 4th Avenue, Delray Beach, Florida 33483.
 - 3. The name and initial business address of the General Partner is:

Emerald Palms Venture GP LLC, a Delaware limited liability company 101 SE 4th Avenue Delray Beach, Florida 33483

- 4. The initial mailing address of the Partnership is 101 SE 4th Avenue, Delray, Florida 33483.
- 5. The latest date upon which the Partnership is to dissolve shall be December 31, 2077.
 - 6. The Partnership hereby elects not to be a limited liability limited partnership.



Broad and Cassel

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This Certificate has been executed by the undersigned as of the 23 day of February, 2017.

GENERAL PARTNER:

EMERALD PALMS VENTURE GP LLC, a Delaware limited liability company

Sydne Garchik, Manager



ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for EMERALD PALMS VENTURE LP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such.

Stephen J. Garchik

Dated this 23rd day of February, 2017.

