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Courtellis
Company

February 22, 1994

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-02/27/95--01021--001
***140.00 ***140.00

Florida Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Glengary Shoppes Associates, Ltd.

Dear Ladies and Gentlemen:

With reference to the formation of the aforementioned entity as a Florida limited partnership, enclosed herewith are the following original document and instrument, to wit:

1. Certificate of limited partnership of Glengary Shoppes Associates, Ltd. executed by its corporate general partner, Lancaster Devcorp, Inc., a Florida corporation, on February 21, 1995, and which has attached to it the limited partnership registered agent designation and the affidavit of capital contributions, both of which have also been executed by Lancaster Devcorp, Inc.; and

2. The undersigned's escrow account check no. 1734 made payable to the Florida Department of State in the amount of \$140.00 which represents the filing fee for the formation of same (i.e., \$52.50), a certified copy of the certified (i.e., \$52.50) and the resident agent designation (i.e., \$35.00).

Once the limited partnership has been formed, kindly return the certified copy of the certificate to the undersigned.

Very truly yours,

Victor L. Stosik
General Counsel

VLS/mga

Enclosures

C:\WP60CS\ALTRA\7114

701 Brickell Ave., Suite 1400
Miami, Florida 33131-2822
Phone: (305) 379-8467
Fax Number: (305) 381-7875

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
GLENGARY SHOPPES ASSOCIATES, LTD.

The undersigned General Partner, desiring to form a limited partnership pursuant to Section 620.018 of the Florida Statutes, does hereby certify and swear to the following:

1. The name of the limited partnership is GLENGARY SHOPPES ASSOCIATES, LTD.

2. The location of the principal place of business of the limited partnership is 701 Brickell Avenue, Suite 1400, Miami, Florida 33131.

3. The name of the agent for service of process on the limited partnership required to be maintained pursuant to the provisions of Section 620.105 of the Florida Statutes is W. Douglas Pitts, whose address is 701 Brickell Avenue, Suite 1400, Miami, Florida 33131.

4. The name and business address of the sole general partner is Lancaster Devcorp, Inc., a Florida corporation, at 701 Brickell Avenue, Suite 1400, Miami, Florida 33131.

5. The mailing address for GLENGARY SHOPPES ASSOCIATES, LTD. is 701 Brickell Avenue, Suite 1400, Miami, Florida 33131.

6. The latest date upon which the limited partnership is to dissolve is December 31, 2025, unless otherwise agreed in writing by the partners.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole general partner of Glengary Shoppes Associates, Ltd. this 21st day of February, 1995.

GENERAL PARTNER:

LANCASTER DEVCORP, INC.
a Florida corporation

By: [Signature]
W. Douglas Pitts
President

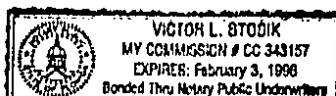
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, personally appeared W. Douglas Pitts, known to me to be President of Lancaster Devcorp, Inc., a Florida corporation, the sole General Partner of Glengary Shoppes Associates, Ltd., a Florida limited partnership, in the foregoing instrument, and known to me to be the person who executed the same, and he acknowledged before me that said instrument is his act and deed and that he executed the same for the purposes therein expressed in the capacities stated herein. He is personally known to me and did take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 21st day of February, 1995.

[Signature]
Name: VICTOR L. STODIK
NOTARY PUBLIC, State of Florida

My Commission Expires:



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared W. Douglas Pitts, the President of Lancaster Devcorp, Inc., a Florida corporation, and the sole general partner of Glengary Shoppes Village Associates, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon being duly sworn, certified as follows:

1. The amount of the initial capital contributions made by the limited partners to the Partnership is, in the aggregate, \$1,000.00.

2. At this time, the anticipated amount of the capital contributions to be made by the limited partners to the Partnership is, in the aggregate, \$6,000.00.

Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

LANCASTER DEVCORP, INC.
a Florida corporation

By: [Signature]
W. Douglas Pitts
President

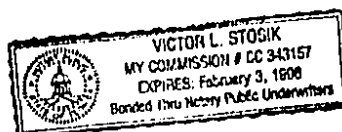
Date: February 21, 1995
Miami, Florida

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared W. Douglas Pitts, as President of Lancaster Devcorp, Inc., a Florida corporation and the sole general partner of Glengary Shoppes Associates, Ltd., a Florida limited partnership, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as the Vice-President of the General Partner of said Partnership. He is personally known to me and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21st day of February, 1995.

[Signature]
Name: VICTOR L. STOGIK
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHO PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 620.105, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

GLENGARY SHOPPES ASSOCIATES, LTD., with its principal place of business at 701 Brickell Avenue, Suite 1400, Miami, Florida 33131 has named W. Douglas Pitts, located at 701 Brickell Avenue, Suite 1400, Miami, State of Florida, as its Agent to accept service of process within Florida.

GENERAL PARTNER:

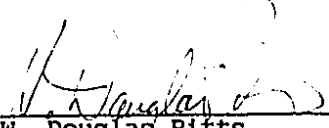
LANCASTER DEVCORP, INC.
a Florida corporation

By: 
W. Douglas Pitts
President

February 21, 1995

FILED
1995 FEB 24 PM 3:27

Having been named to accept service of process as statutory registered agent for the above stated limited partnership, at the place designated in this certificate, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192 Florida Statutes.


W. Douglas Pitts,
Registered Agent

Date: February 21, 1995

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra Northing
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
CORPORATIONS

95 DEC 22 AM 9:05

1. Name of Limited Partnership

1a. DOCUMENT #
A95000000270

GLENGARY SHOPPES ASSOCIATES, LTD.

Mailing Address

701 BRICKELL AVENUE, SUITE 1400
MIAMI FL 33131

Principal Office Address

701 BRICKELL AVENUE, SUITE 1400
MIAMI FL 33131

If above addresses are incorrect in any way, run through the correct information and enter correct address in Block 2 and/or 2a.

3. Date Formed or Registered to Do Business in
FLORIDA
02/24/1995

3b. Date of Last Report

4. State or Country of Formation
FL

5a. Capital Contributions as Shown
on Record
\$8,000.00

5b. Amount of Capital Contributions in
FLORIDA to date
6,000.00

6. FEI Number
65-056497

Applied For
Not Applicable

7. CERTIFICATE OF STATUS REQUIRED
\$475 Additional Fee required
for a Certificate of Status

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.
2) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75).
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

PITTS, W. DOUGLAS
701 BRICKELL AVENUE, SUITE 1400
MIAMI FL 33131

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number Is Not Acceptable)

State Apt # etc

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.102, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of section 620.102, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number
LANCASTER DEVCORP, INC.	701 BRICKELL AVENUE, SUITE 1400	MIAMI FL 33131	M34390

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption subject to Section 119.07(3)(b), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(b), 481 in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as indicated by Chapter 620, Florida Statutes.

SIGNATURE

[Signature] TREASURER
LANCASTER DEVCORP, INC.

DATE

11/30/95

Telephone Number 305-379-8467

Typed or Printed Name of General Partner Signing Form