

A95000001012

 **THE GREEN COMPANIES** Executive Offices

Developers
 Builders
 Real Estate Brokers
 Mortgage Brokers
 Contractors
 Property Management

June 27, 1995

VIA UNITED PARCEL SERVICE

100001526541
 -06/29/95--01018--002
 ***1785.00 ***1785.00

Secretary of State
 Division of Corporations
 409 East Gaines Street
 Tallahassee, Florida 32301

Re: Green Diversified, Ltd.

Dear Madam or Sir,

Enclosed please find an original and one (1) copy of the Certificate of Limited Partnership of Green Diversified, Ltd., and Affidavit regarding total contribution that have been signed by all of the General Partners. Also enclosed is our check in the amount of \$1,785.00, representing the \$1,750.00 filing fee and \$35 registered agent designation.

To expedite this request, enclosed is a pre-paid Federal Express envelope for your use in returning a copy of the above documents to me for our file. If you have any questions, please call me directly at (305) 670-1000, Extension 110.

Thank you for your assistance.

FILED
 JUN 29 12:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Very truly yours,

THE GREEN COMPANIES

Elizabeth A. Green
 ELIZABETH A. GREEN, ESQ.

Same as A95000000964

Name	7/6/95
Availability	OK
Management	
Partner	
Enter	EAG:mb
Enclosures	
Enter	
Buyer	
Knowledge	DCU
Buyer	DCU

A95000001012

100001526541
 \$1,785.00

CERTIFICATE OF LIMITED PARTNERSHIP
OF
GREEN DIVERSIFIED, LTD.

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, the undersigned General Partner of GREEN DIVERSIFIED, LTD. (the "Limited Partnership") presents this Certificate of Limited Partnership for filing as follows:

1. Name of Partnership. The name of the Limited Partnership is GREEN DIVERSIFIED, LTD.

2. Effective Date. This Certificate of Limited Partnership is to be effective upon filing.

3. Office and Agent for Service of Process. The address of the Limited Partnership's office is 7700 North Kendall Drive, Suite 200, Miami, Florida 33156, and the name and address of the Limited Partnership's agent for service of process is Elizabeth A. Green, Esquire, 7700 North Kendall Drive, Suite 200, Miami, Florida 33156.

4. Names and Addresses of General Partners. The names and the business addresses of the General Partners are as follows:

<u>Name</u>	<u>Address</u>
HERSCHEL V. GREEN	7700 North Kendall Drive Suite 200 Miami, Florida
NANCY GREEN	7700 North Kendall Drive Suite 200 Miami, Florida 33156

5. Mailing Address. The mailing address for the Limited Partnership is 7700 North Kendall Drive, Suite 200, Miami, Florida 33156.

This Instrument Prepared By:
ELIZABETH A. GREEN, ESQUIRE
7700 North Kendall Drive
Suite 200
Miami, Florida 33156
Tel. (305) 670-1000

FILED
1997 JUN 28 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

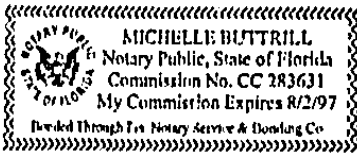
CERTIFICATE OF LIMITED PARTNERSHIP OF
GREEN DIVERSIFIED, LTD.

STATE OF FLORIDA)
)
COUNTY OF DADE) SS:

The foregoing instrument was acknowledged before me this 27th day of June, 1995, by NANCY GREEN, as General Partner of GREEN DIVERSIFIED, LTD., a Florida limited partnership, who is personally known to me or produced N/A as identification, and who did take an oath.

NOTARY PUBLIC

My Commission Expires:



Sign: Michelle Buttrill
Print: Michelle Buttrill
State of Florida at Large

1995 JUN 28 PM 12:00
FILED
STATE OF FLORIDA
(SEAL)

The undersigned, having been named to accept service of process for the above limited partnership at the place designated in Paragraph 3 hereof, hereby accepts such agency and agrees to comply with the provisions of the Florida Statutes relative to keeping open said office.

Elizabeth A. Green
ELIZABETH A. GREEN

GDL#1 - GDL.LPC

This Instrument Prepared By:
ELIZABETH A. GREEN, ESQUIRE
7700 North Kendall Drive
Suite 200
Miami, Florida 33156
Tel. (305) 670-1000

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting all of the General Partners of GREEN DIVERSIFIED, LTD., a Florida limited partnership, certify as follows:

The amount of capital contributions to date of the limited partners is Three Million Dollars (\$3,000,000).

The total amount contributed and anticipated to be contributed by the limited partners at this time totals Three Million Dollars (\$3,000,000).

DATED this 27th day of Juno, 1995.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, we, the undersigned General Partners of GREEN DIVERSIFIED, LTD., a Florida limited partnership, declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.

GENERAL PARTNERS

Herschel V. Green
HERSCHEL V. GREEN

Nancy Green
NANCY GREEN

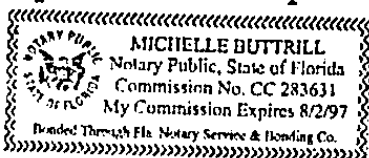
FILED
1995 JUN 28 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and take acknowledgments, in and for the State and County set forth above, personally appeared HERSCHEL V. GREEN and NANCY GREEN, the General Partners of GREEN DIVERSIFIED, LTD., a Florida limited partnership, known to me and known by me to be the persons who executed the foregoing Affidavit of Capital Contributions, and they acknowledged to me and before me that they executed this Affidavit as the General Partners of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 27 day of June, 1995.

My Commission Expires:



Michelle Buttrill
Notary Public
State of Florida at Large (SEAL)

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
Gardner McPherson
Secretary of State
DIVISION OF CORPORATIONS

FILED
95 DEC 13 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership
GREEN DIVERSIFIED, LTD.

1a. DOCUMENT #
A9500001012

Making Address
**7700 NORTH KENDALL DRIVE, SUITE 200
MIAMI FL 33156**

Principal Office Address
**7700 NORTH KENDALL DRIVE, SUITE 200
MIAMI FL 33156**

96-AR
CM

3. Date Formed or Registered to Do Business in FLORIDA
06/28/1995

3a. Date of Last Report

4. State or Country of Formation
FL

5a. Capital Contributions as Shown on Record
\$3,000,000.00

5b. Amount of Capital Contributions to FLORIDA to date
\$3,000,000.00

6. FTL Number
65-0592202

7. CERTIFICATE OF STATUS REQUIRED
Applied For: Not Applicable: \$8.75 Additional File 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 007.193, 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
**GREEN, ELIZABETH A ESQUIRE
7700 NORTH KENDALL DRIVE, SUITE 200
MIAMI FL 33156**

10. If changed, new Registered Agent/Office
Name: _____
Street Address (P.O. Box Number is Not Acceptable): _____
Suite, 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)
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. Registrar/Document Number
GREEN, HERSCHEL V	7700 NORTH KENDALL DR #200	MIAMI FL 33156	400001673264 -12/28/95--01077--008 +++576.25 +++576.25
GREEN, NANCY	7700 NORTH KENDALL DR #200	MIAMI FL 33156	

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 stated in Section 119.07(2)(a), Florida Statutes. I release the Division of Corporations from any liability if non-compliance with Sections 119.07(2)(a) or 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 effect as if made under oath. I further certify that I am a General Partner of the limited partnership, successor or trustee empowered to execute this report as required by chapter 620, F.S., Florida Statutes.

GREEN DIVERSIFIED LTD., a Florida limited partnership
SIGNATURE BY: *Herschel V. Green*
HERSCHEL V. GREEN, General Partner
Telephone Number: (305) 670-1000
DATE: 12/4/95

CR2E003 (6/95)