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KOPELOWITZ & PLAFSKY, P.A.

ATTORNEYS AT LAW

SUITE 100

780 SOUTHEAST THIRD AVENUE
FORT LAUDERDALE, FLORIDA 33316

TELEPHONE (305) 767-0100
TELECOPIER (305) 767-0108

HARVEY KOPELOWITZ
ROBERT A. PLAFSKY

ERIC A. SIMON, P.A.
OF COUNSEL

October 27, 1995

Florida Secretary of State
Division of corporations
P.O. Box 6327
Tallahassee, Florida 32314

900001624849
-11/01/95--01027--002
****192.50 ****192.50

Re: Filing of New Limited Partnership
Linton Park Limited Partnership II

Dear Sir/Madam:

Enclosed please find the following with reference to the above limited partnership:

1. The original and two copies of the Certificate of Limited Partnership.
2. The original and two copies of the Affidavit of Capital Contributions.
3. The original and two copies of the Acceptance of Resident Agent Designation.
4. Our check made payable to the Secretary of State in the amount of \$192.50.

Kindly file the original Certificate of Limited Partnership and return two certified copies to us.

Payment is to be applied as follows:

Filing Fee (minimum)	\$ 52.50
Two Certified Copies (\$52.50 each)	105.00
Registered Agent Designation	35.00
Total	\$192.50

Should you require any additional information, please call me.
Thank you for your assistance in this matter.

Very truly yours,

Harvey Kopelowitz

Name	11/10/95
Availability	Dec
Document	
Signature	
Date	
Signature	DCC
No. Acknowledgement	DCC
W. P. Ver	Enclosures

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FILED
1995 NOV 15 AM 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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\$10.00

KOPELOWITZ & PLAFSKY, P.A.

ATTORNEYS AT LAW
SUITE 100
760 SOUTHEAST THIRD AVENUE
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HARVEY KOPELOWITZ
ROBERT A. PLAFSKY

ERIC A. SIMON, P.A.
OF COUNSEL

November 8, 1995

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attn: Diane Cushing, Corporate Specialist

Re: Filing of New Limited Partnership
Linton Park Limited Partnership II

Dear Ms. Cushing:

With reference to the above limited partnership, enclosed please find the following:

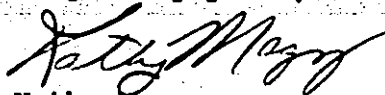
1. The original Certificate of Limited Partnership.
2. The original Affidavit of Capital Contributions.
3. The original Acceptance of Resident Agent Designation.
4. Your letter of November 6, 1995.

Please note that the proper general partner for the limited partnership is Holland of Delray, Inc. and we have corrected the enclosed documents to reflect the correct name.

Please return two certified copies of the documents to me as soon as they are filed.

Should you require any additional information, please call me. Thank you for your assistance in this matter.

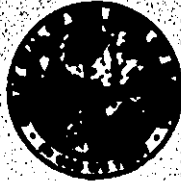
Very truly yours,



Kathy Magyar
Legal Assistant

km
Enclosures

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 6, 1995

HARVEY KOPELOWITZ
KOPELOWITZ & PLAFSKY, P.A.
750 SOUTHEAST THIRD AVENUE
FORT LAUDERDALE, FL 33316

SUBJECT: LINTON PARK LIMITED PARTNERSHIP II
Ref. Number: W95000022019

We have received your document for LINTON PARK LIMITED PARTNERSHIP II and your check(s) totaling \$192.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

In your certificate you have listed Holland Builders of Florida, Inc. as the general partner. However, you have Linton Holland of Delray, Inc. signing as general partner. Please have Holland Builders of Florida, Inc. sign as the general partner and not Linton Holland of Delray, Inc.

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 (904) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 795A00049471

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
LINTON PARK LIMITED PARTNERSHIP II**

LINTON PARK LIMITED PARTNERSHIP II, by its general partner, HOLLAND OF DELRAY, INC., desires to form a limited partnership in accordance with the laws of the State of Florida and accordingly does hereby certify as follows:

1. The name of the limited partnership to be formed is
LINTON PARK LIMITED PARTNERSHIP II
2. The address of the office of the limited partnership is
4860 N.E. 12th Avenue, Fort Lauderdale, Florida 33334
3. The name and address of the agent for service of process shall be:

HOLLAND OF DELRAY, INC.
4860 N.E. 12TH AVENUE
FORT LAUDERDALE, FLORIDA 33334
4. The name and business address of each general partner is:
Holland of Delray, Inc., 4860 N.E. 12th Avenue, Fort Lauderdale, Florida 33334.
5. A mailing address for the limited partnership is 4860 N.E. 12th Avenue, Fort Lauderdale, Florida 33334.
6. The latest date upon which the limited partnership is to dissolve is December 31, 2094.
7. The purpose for which the limited partnership is being formed is (a) to purchase Lot 2 in "Linton Office Park" according to the Plat thereof recorded in Palm Beach County, Florida; (b) to construct, operate and manage this property and the improvements now or hereafter located thereon together with all appurtenances thereto; and (c) to engage in such activities as are necessary or desirable to enhance or assist in the development and ownership of said property and to carry on such other activities as are necessary, incidental or related to the foregoing purposes.

IN WITNESS WHEREOF, the undersigned has executed this certificate this 21 day of August, 1995.

HOLLAND OF DELRAY, INC.
a Florida corporation

By: Gerald M. Holland, Inc.
Gerald Holland, President

FILED
1995 NOV 15 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
P9500039218

STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this
29 day of August, 1995, by GERALD HOLLAND, as President and
on behalf of HOLLAND OF DELRAY, INC., a Florida
corporation, who is personally known to me.

(NOTARY SEAL)

Diana L. Preston
Notary Public

Commission Number:

My Commission Expires:



DIANA L. PRESTON

COMMISSION #CC 384790

EXPIRES JUN 17, 1998

BONDED THRU
ATLANTIC BONDING CO., INC.

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF LIMITED PARTNERS
OF
LINTON PARK LIMITED PARTNERSHIP II**

LINTON PARK LIMITED PARTNERSHIP II, by its general partner,
HOLLAND OF DELAY, INC., does hereby certify as follows:

1. The amount of capital contributions of the limited partners of LINTON PARK LIMITED PARTNERSHIP II, as of the date hereof, is \$1.00.
2. The amount anticipated to be contributed by the limited partners to the above named limited partnership is \$10.00.

IN WITNESS WHEREOF, the undersigned has executed this certificate on August 21, 1995.

HOLLAND OF DELRAY, INC.
a Florida corporation

By: Gerald M. Holland, Pres
Gerald Holland, President

FILED
1995 NOV 15 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 21 day of August, 1995, by GERALD HOLLAND, as President and on behalf of HOLLAND OF DELRAY, INC., a Florida corporation, who is personally known to me.

(NOTARY SEAL)

Diana L. Preston
Notary Public

Commission Number:

My Commission Expires:



DIANA L. PRESTON
COMMISSION # CC 384790
EXPIRES JUN 17, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

**ACCEPTANCE OF DESIGNATION AS AGENT
TO ACCEPT SERVICE OF PROCESS**

Having been named in the Certificate of Limited Partnership for LINTON PARK LIMITED PARTNERSHIP II, a Limited Partnership existing under the laws of the State of Florida, as the agent to accept service of process for said limited partnership at 4860 N.E. 12th Avenue, Fort Lauderdale, Florida 33334, I hereby accept the appointment as such agent and agree to comply with all applicable provisions of law.

HOLLAND OF DELRAY, INC.

By: Shirley M. Holland, Inc.
Print Name: Shirley M. Holland, Inc.
Print Title: President

FILED
1995 NOV 15 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CRM TJO