

A95000001932

DEC 11 '95 03:42PM BERM WOLFE & RENNERT

P.1

12/11/95
3:34 PM

FLORIDA DIVISION OF CORPORATIONS

FILED

TO: DIVISION OF CORPORATIONS FROM: BERM WOLFE & RENNERT
P.A. DEPARTMENT OF STATE 100 SE SECOND ST., STE. 3500
STATE OF FLORIDA INTERNATIONAL PLACE
409 EAST GAINES STREET MIAMI FL 33131-213057-
TALLAHASSEE, FL 32399 CONTACT: KIM GREENBERG
FAX: (904) 922-4000 PHONE: (305) 577-4166
FAX: (305) 373-6036

(((H95000013878))) DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP
NAME: BLUE ANGEL LIMITED PARTNERSHIP
FAX AUDIT NUMBER: H95000013878 CURRENT STATUS: REQUESTED
DATE REQUESTED: 12/11/1995 TIME REQUESTED: 15:34:19
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$140.00 ACCOUNT NUMBER:
076103002011

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Acknowledgement	KWM
W. P. Verifier	KWM

12-11

DEC 11 '95 03:43PM BERMANWOLFE/RENNERT
DEC 05 '95 07:33PM BERTHOE WOLFE RE/RENT

P.2
P.2/5

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95 DEC 11 PH 1:21

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BLUE ANGEL LIMITED PARTNERSHIP**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as organizer of a Limited Partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act hereby adopts the following certificate for such Limited Partnership:

1. The name of the Limited Partnership is:

BLUE ANGEL LIMITED PARTNERSHIP

2. (a) The address of the office of the Partnership at which place the records shall be maintained is:

300 Clematis
Suite 210
West Palm Beach, FL 33401

- (b) The name and address of the Partnership's agent for service of process is:

Leon J. Wolfe, Esq.
c/o Berman, Wolfe & Rennert, P.A.
35th Floor, International Place
100 Southeast Second Street
Miami, FL 33131-2130

3. The name and address of the General Partner is:

THE RICHMAN GROUP OF FLORIDA, INC. - P93000082822
330 Clematis
Suite 210
West Palm Beach, FL 33401

4. The mailing address for the Limited Partnership is:

c/o the Richman Group of Florida, Inc.
330 Clematis
Suite 210
West Palm Beach, FL 33401

This Document Prepared By:
Leon J. Wolfe, Esq., #327247
BERMAN WOLFE & RENNERT, P.A.
100 S.E. 2nd Street, #3500
Miami, FL 33131-2130
(305) 577-4167

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DEC 11 '95 03:44PM BERNHOLFE REINHERT
DEC 06 '95 07:13PM BERNHOLFE REINHERT

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H95000013878

6. The term of the Partnership shall commence on the date of filing of this Certificate with the Secretary of State of Florida and shall continue until December 31, 2044, unless sooner terminated as provided in the Articles of Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned General Partner has hereto executed this Certificate as of the 6 day of December, 1995.

GENERAL PARTNER:

(CORPORATE SEAL)

THE RICHMAN GROUP OF FLORIDA, INC.
a Florida corporation

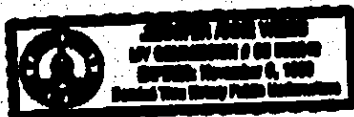
Attest: _____
Assistant Secretary

By: Paul J. Ryan, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 6th day of December, 1995, by Paul J. Ryan, as President of The Richman Group of Florida, Inc., a Florida corporation, on behalf of the corporation, and who is personally known to me.

My Commission Expires:



Jennifer Ann Weiss
Print Name: Jennifer Ann Weiss
NOTARY PUBLIC
State of Florida

Having been named to accept service of process for the above stated Limited Partnership, at the place designated in this Certificate of Limited Partnership, I hereby act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Leon J. Wolfe
LEON J. WOLFE
Registered Agent
Dated: December ____, 1995

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H95000013878

AFFIDAVIT

**STATE OF FLORIDA
COUNTY OF PALM BEACH**

BEFORE ME, a Notary Public, personally appeared Paul J. Richman President of The Richman Group of Florida, Inc. (the "Affiant"), who, after first being duly sworn, under oath, deposes and states that:

1. Affiant is the duly appointed authorized officer of The Richman Group of Florida, Inc., a Florida corporation (the "Corporation").
2. The Corporation is the General Partner of a Limited Partnership to be formed under the Florida Revised Uniform Limited Partnership Act under the name BLUE ANGEL LIMITED PARTNERSHIP.
3. The capital contribution of the initial sole limited partner is \$1,000.
4. The amount anticipated to be contributed by the initial sole limited partner is \$1,000.
5. The Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant further certifies that he has read the full facts of this affidavit and understands its contents.

FURTHER AFFIANT SAYETH NAUGHT.

THE RICHMAN GROUP OF FLORIDA, INC.,
a Florida corporation

By: Paul J. Richman President

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DEC 11 '95 03:47PM BERNHOLFERBENNETT
DEC 06 '95 07:34PM BERNHOLFERBENNETT

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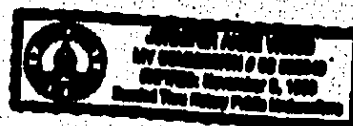
H95000013878

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 6th day of December, 1995, by Paul Sullivan as President of The Richman Group of Florida, Inc., a Florida corporation, on behalf of the corporation, and who is personally known to me.

Jennifer Ann Weiss
Print Name: Jennifer Ann Weiss
NOTARY PUBLIC
State of Florida

My Commission Expires:



3-11-95 CORNER ST GROVE PO CORNER CLP

H95000013878

FILE ON OR BEFORE APRIL 5, 1996 TO AVOID
REVOCATION AND \$500 PENALTY FEE

A9500001932

FLORIDA DEPARTMENT OF STATE

FILED

96 MAY 20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership

1a. DOCUMENT #
A9500001932

BLUE ANGEL LIMITED PARTNERSHIP

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, if Applicable

Mailing Address

C/O THE RICHMAN GROUP OF FLORIDA INC.
330 CLEMATIS, STE. 210
WEST PALM BEACH FL 33401

Principal Office Address

300 CLEMATIS, STE. 210
WEST PALM BEACH FL 33401

State, Apt. #, etc.

000001813790

City, State & Zip

-05/08/96--01075--016

1382.50--691.25

2a. New Principal Office Address, if Applicable

State, Apt. #, etc.

000001813790

City, State & Zip

-05/08/96--01075--017

*****8.75 *****8.75

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

3. Date Formed or Registered to Do Business in
FLORIDA
12/11/1995

3a. Date of Last Report

4. State or Country of Formation

FL

5a. Capital Contributions as Shown
on Record
\$1,000.00

5b. Amount of Capital Contributions in
FLORIDA to date

6. FEI Number

59-3230864

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

\$8.75 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 \$101.25 (\$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

LEON J. WOLFE, ESQ.
Berman Wolfe & Rennett, P.A.
3500 International Place
100 S.E. 2nd Street
Miami, FL 33131-2130

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 620.192, 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 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

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

THE RICHMAN GROUP OF FLORIDA

330 CLEMATIS, STE. 21

WEST PALM BEACH FL 33

P93000082822

REINSTATEMENT

96
CUS OR 5-3

FF \$ 691.25
CUS \$ 8.75

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 19.07(3)(f), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 19.07(3)(k) 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 required by Chapter 20, Florida Statutes.

SIGNATURE

DATE

Typed or Printed Name of General Partner Signing Form

Telephone Number

0000082

CR2E003 (11/95)

A9500001932

ELECTRONIC FILING COVER SHEET

((H96000012898 8))

TO: DIVISION OF CORPORATIONS
(904) 922-4000

FAX #:

FROM: BERMAN WOLFE & RENNERT, P.A.
076103002011

ACCT#:

CONTACT: CHRISTINA DE HOWARTZ
PHONE: (305) 577-4166
(305) 373-6036

FAX #:

NAME: BLUE ANGEL LIMITED PARTNERSHIP

AUDIT NUMBER.....H96000012898

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 2

DEL.METHOD.. FAX

EST.CHARGE.. \$52.50

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SEP 17 11:11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 17 11:11:22

H96000012899

**FIRST AMENDMENT TO THE CERTIFICATE OF LIMITED PARTNERSHIP
OF BLUE ANGEL LIMITED PARTNERSHIP**

THIS FIRST AMENDMENT TO THE CERTIFICATE OF LIMITED PARTNERSHIP OF BLUE ANGEL LIMITED PARTNERSHIP, a Florida limited partnership (the "Partnership"), is made as of this 16 day of September, 1996, by and between THE RICHMAN GROUP OF FLORIDA, INC. ("Partner"), a Florida corporation, as general partner, and BLUE ANGEL HOUSING CORPORATION ("BLUE ANGEL"), a Florida corporation.

WHEREAS, the Partner desires to amend the Certificate of Limited Partnership dated as of December 11, 1995 ("Original Certificate"), to provide for the admission of BLUE ANGEL as a general partner.

In consideration of the mutual covenants herein contained, the parties do hereby agree:

1. **Amendment.** The Original Certificate shall be amended to add the following as a general partner of the Partnership:

BLUE ANGEL HOUSING CORPORATION
302 N. Barcelona Street
Pensacola, Florida 32501

P96000075480

2. **Confirmation.** In all other respects, the Original Certificate is hereby ratified, confirmed and approved.

IN WITNESS WHEREOF, this First Amendment to the Certificate of Limited Partnership has been made and executed on the day first above mentioned.

BLUE ANGEL LIMITED PARTNERSHIP

BY: THE RICHMAN GROUP OF FLORIDA, INC.

By: *Paul Ryan*
Paul Ryan, President

BLUE ANGEL HOUSING CORPORATION

By: *Daniel B. Harvath*
Daniel B. Harvath, President

G:\W\WICHMAN\2\33081\AMEND.CLS\B&P

This Document Prepared By:
Leon J. Wolfe, Esq., #327247
BERMAN WOLFE & RENNERT, P.A.
100 S.E. 2nd Street, #3500
Miami, FL 33131-2130
(305) 577-4167

H96000012899