

A9600000643

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96 APR -3 PM 2:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TODD A. STERZOY
Holland and Knight

(Requestor's Name)
315 South Calhoun Street Suite 600
(Address)
Tallahassee, Florida 32302
(City, State, Zip) (Phone #)

NON-PROFIT
104/00/96-01041-015
\$\$\$4140,000 \$\$\$4140,000

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GMM-LandFair, Ltd
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in Pick up time 3:00 Certified Copy

Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

H # 87.50-FF
50.50-CC
CM

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
96 APR -3 PM 1:32
DIVISION OF CORPORATION

Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP
OF
GMN-LANFAIR, LTD.

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The undersigned, pursuant to the provisions of Section 620.108 of the Florida Statutes, do hereby certify and swear in this Certificate of Limited Partnership to the following:

1. NAME.

The name of the Limited Partnership is:

GMN-LANFAIR, LTD.

2. REGISTERED AGENT.

The name and address of the Registered Agent for the Limited Partnership is:

Greater Miami Neighborhoods, Inc.
1460 Brickell Avenue, Suite 309
Miami, Florida 33131

3. GENERAL PARTNERS.

The names and business addresses of the general partners are:

GMN-LANFAIR, INC. P96000023385
1460 Brickell Avenue, Suite 309
Miami, Florida 33131

RSC DEVELOPMENT, INC. P93000075312
4523 S.W. 64th Avenue
Miami, Florida 33155

4. MAILING ADDRESS.

The mailing address for the Limited Partnership and the location of its principal place of business is as follows:

1460 Brickell Avenue, Suite 309
Miami, Florida 33131

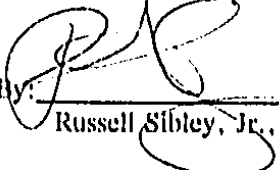
5. DISSOLUTION DATE.

The latest date upon which the Limited Partnership is to dissolve is December 31, 2046.


IN WITNESS WHEREOF, the General Partners have executed this Certificate of Limited Partnership this 2nd day of April, 1996.

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GMN-LANFAIR, INC., a Florida corporation
TALLAHASSEE, FLORIDA

By:  V.P.
Russell Sibley, Jr., Vice President

RSC DEVELOPMENT, INC., a Florida corporation

By: 
Ronald S. Chase, President

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ACCEPTANCE

Pursuant to Section 620.192 of the Florida Statutes, the undersigned, Alfred Sibley, Jr., accepts its appointment as registered agent for GMN-LANFAIR, LTD., a Florida limited partnership, and accepts all obligations imposed on it as such under Florida law.

Executed this 2nd day of April, 1996.

GREATER MIAMI NEIGHBORHOODS, INC.,
a Florida corporation

By: 

U.P.
Russell Sibley, Jr., Vice President

STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this _____ day of April, 1996 by Russell Sibley, Jr. as Vice President of GMN-LANFAIR, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.



[Signature]
Name: _____
Commission No.: _____
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 2nd day of April, 1996 by Ronald S. Chase, as President of RSC DEVELOPMENT, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

RUSSELL ADAMS SIBLEY, JR.
Notary Public, State of Florida
My Comm. Expires Mar. 31, 1998
No. CC 366405
Bonded Thru Official Notary Underwriter

[Signature]
Name: _____
Commission No.: _____
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:

MIA3-377708.2