

A 96000000710

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

ATTORNEYS AND COUNSELLORS

FILED

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96 APR -8 PM 11:13

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SECRETARY OF STATE
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RICHIE A. STURDIN
ALLEN R. THOMPSON
JOHN N. TUNMER
MICHAEL P. WALSH
BRIAN K. WARMAN
H. ADAMS WEAVER

WHITE'S DIRECT LINE: _____

HENRY F. LINDENHALL
1902-1992
HARRY ALLISON JOHNSON
1898-1985
H. BRUCE JOHNSON
1904-1986
PAUL D. WOLFE
1891-1981
WILLIAM A. FOSTER
OF COUNSEL
L. MATTIN FLANAGAN
JACK A. FINCO

April 3, 1996

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

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-04/03/96--01081--003
***1847.50 ***1847.50

Re: BEC Investors, Ltd.

To Whom It May Concern:

Enclosed please find a check in the amount of \$1,847.50, which covers the filing fees for the above captioned partnership, the Designation of Registered Agent fee and the fee for one (1) certified copy of the enclosed Certificate of Limited Partnership. Also enclosed is the required Affidavit.

If you have any questions, please do not hesitate to call.

Very truly yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By

David Pratt

DP/sls

Enclosures

dcp/17748.1/fladep.lc

Name	
Availability	KWM
Document	
Examination	KWM
Notes	KWM
Up to	
Verifying	KWM
Action	KWM
W. P. Verifier	KWM

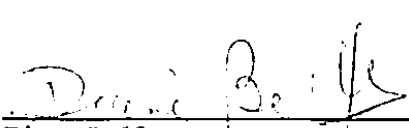
CERTIFICATE OF LIMITED PARTNERSHIP

FILED

The undersigned, in order to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Sections 620.101, et seq. of the Florida Statutes, do hereby certify:

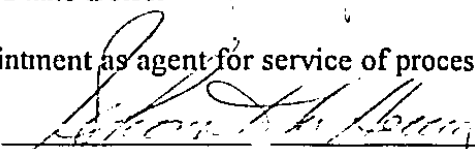
1. The name of the limited partnership is BEC Investors, Ltd.;
2. The address of the office of the partnership is Two North Breakers Row, Palm Beach, FL 33480;
3. The name of the agent for service of process is Thornton M. Henry, whose address Jones, Foster, Johnston & Stubbs, P.A., 505 S. Flagler Drive, Suite 1100, P.O. Box 3475, West Palm Beach, FL 33402-3475;
4. The name of the general partner is Diane Belfer, whose business address is Two North Breakers Row, Palm Beach, FL 33480;
5. The mailing address for the limited partnership is Two North Breakers Row, Palm Beach, FL 33480;
6. The latest date upon which the limited partnership is to dissolve is thirty-five (35) years from the filing of this Certificate;
7. This certificate is effective upon filing.

The undersigned affirms under penalties of perjury that the facts stated herein are true.



Diane Belfer

The undersigned hereby accepts his appointment as agent for service of process.




Thornton M. Henry

AFFIDAVIT

The undersigned, Diane Belfer, the general partner of the BEC Investors, Ltd., being duly sworn, does hereby depose and say:

1. I am over the age of eighteen (18) years and believe in the obligation of an oath.
2. The limited partners anticipate contributing property to the partnership having a fair market value of Five Million and no/100 Dollars (\$5,000,000.00). No further contributions by the limited partners are anticipated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2nd day of April, 1996.



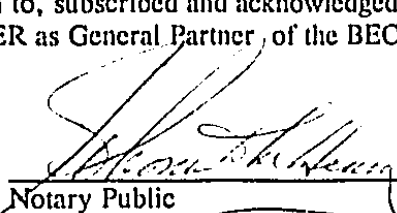
DIANE BELFER

STATE OF FLORIDA

COUNTY OF Palm Beach

The foregoing instrument was sworn to, subscribed and acknowledged before me this 2nd day of April, 1996 by DIANE BELFER as General Partner of the BEC Investors, Ltd., who is personally known to me.

(Notary Seal)



Notary Public
Print Name

My commission expires: _____

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THORNTON M. HENRY
Notary Public, State of Florida
My Commission Expires July 29, 1996
Commission No. CC 218587
Bonded Thru Troy Fair Insurance