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Address

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

800001785508
-04/18/96--01049--015
***140.00 ***140.00

1. Quid West Palm III Ltd.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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- Walk in
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- Pick up time _____
- Will wait
- Certified Copy
- 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

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

4/15/96
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TAX	
REGISTRATION FEE	52.50
AGENT FEE	35.00
COPY	52.50
TOTAL	140.00
N. BANK	
BALANCE DUE	
STAND	

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DIVISION OF CORPORATIONS

Give this
file date
4/15/96

Examiner's initials BK

CERTIFICATE OF LIMITED PARTNERSHIP OF
GWD West Palm 111, Ltd.

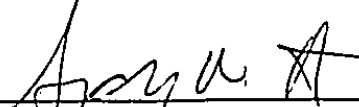
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SECRETARY OF CORPORATIONS
APR 15 1996
P.M. 4:26

The undersigned general partner of GWD West Palm 111, Ltd., a Florida limited partnership (the "Partnership"), desiring to adopt a certificate of limited partnership (the "certificate") pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986), hereby states the following:

1. The name of the Partnership is "GWD West Palm 111, Ltd."
2. The street address of the initial registered office of the Partnership is 701 Brickell Avenue, S. 3000, Miami, Florida 33131, and the Partnership's agent for service of process at that address is Intrastate Registered Agent Corporation.
3. The name and business address of the sole General Partner is GWD West Palm 111, Inc., 9055 Ibis Boulevard, West Palm Beach, Florida 33412. 9960 0003 2706
4. The mailing address of the Partnership is 9055 Ibis Boulevard, West Palm Beach, Florida 33412.
5. The latest date upon which the Partnership shall dissolve is December 31, 2021.
6. This Certificate shall be effective upon the date of filing with the Department of State of the State of Florida.

IN WITNESS WHEREOF, this Certificate has been executed by the General Partner of the Partnership this 15th day of April, 1996.

GWD WEST PALM 111, INC.
GENERAL PARTNER

By: 
Sydney W. Kitson
Vice President

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS


The undersigned, Sydney W. Kitson, Vice President of GWD West Palm 111, Inc., the sole General Partner of GWD West Palm 111, Ltd., a Florida limited partnership (hereinafter referred to as the "Partnership"), being duly sworn, certifies as follows:

The actual amount of capital contributed to the Partnership by the Limited Partners is \$1,000. The anticipated amount of capital contributions (including the actual amount of capital contributed by the Limited Partners) to the Partnership by the Limited Partners is \$1,000.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GWD WEST PALM 111, INC.
Sole General Partner of
GWD WEST PALM 111, LTD.

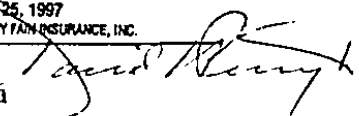
By: 
Sydney W. Kitson
Vice President

The foregoing instrument was acknowledged before me this 15th day of April, 1996, by Sydney W. Kitson, Vice President of GWD West Palm 111, Inc., the Sole General Partner of GWD West Palm 111, Ltd., a Florida limited partnership, on behalf of the corporation. He is personally known to me and did not take an oath.



DAVID L. PERRY, JR.
MY COMMISSION # CC279351 EXPIRES
APR 25, 1997
BONDED THRU TROY FARM INSURANCE, INC.

Notary Public
State of Florida



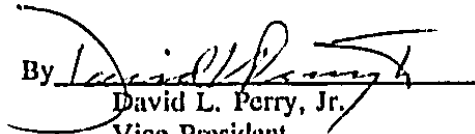
My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for GWD West Palm 111, Ltd., a Florida limited partnership (the "Partnership"), at 701 Brickell Avenue, Suite 3000, Miami, Florida 33131, I hereby agree to accept service of process for said Partnership and to comply with all statutes relative to the complete and proper performance of the duties of the registered agent.

Dated this 15th day of April, 1996.

INTRASTATE REGISTERED AGENT CORPORATION

By 
David L. Perry, Jr.
Vice President

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