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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 18 PM 2:05

ACCOUNT NO. : 072100000032

REFERENCE : 923110 7105923

AUTHORIZATION :

COST LIMIT : * PPD CHK #638

ORDER DATE : April 18, 1996
ORDER TIME : 10:38 AM
ORDER NO. : 923110
CUSTOMER NO: 7105923
CUSTOMER: Mr. Barry A. Nelson
NELSON & LA FEMINA, P.A.

FILED	1750.00
R. AGENT FEE	35.00
G. COPY	52.50
TOTAL	1837.50
N. BANK	
BALANCE DUE	
REMARKS	

need
4045 date
please

One Turnberry Place, 19495
Biscayne Blvd., Suite 609
North Miami Bea, FL 33180-2320

DOMESTIC FILING

NAME: THE BERNARDO BATIEVSKY FAMILY
LIMITED PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JEANINE PREZEAU/HJP

EXAMINER'S INITIALS:

4/18/96

13/1

SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 18 PM 11:53

**CERTIFICATE OF LIMITED PARTNERSHIP OF
THE BERNARDO BATIEVSKY FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

SECRET
DIVISION OF CORPORATIONS
95 APR 18 PM 3:05

The undersigned Officer of the General Partner desiring to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is THE BERNARDO BATIEVSKY FAMILY LIMITED PARTNERSHIP.

2. The address of the office of the Partnership is c/o American Equity Properties, Inc., One Turnberry Place, Suite 600, 19495 Biscayne Boulevard, N. Miami Beach, FL 33180.

3. The address of the agent for service of process of the Partnership is c/o American Equity Properties, Inc., One Turnberry Place, Suite 600, 19495 Biscayne Boulevard, N. Miami Beach, FL 33180 and the name of the initial registered agent is Bernardo Batievsky.

4. The name and business address of the General Partner is Bernardo Batievsky Family Holdings, Inc., c/o American Equity Properties, Inc., One Turnberry Place, Suite 600, 19495 Biscayne Boulevard, N. Miami Beach, FL 33180. P96000020359

5. The mailing address of the Partnership is the Bernardo Batievsky Family Limited Partnership, c/o American Equity Properties, Inc., One Turnberry Place, Suite 600, 19495 Biscayne Boulevard, N. Miami Beach, FL 33180.

6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2045, unless the Partners agree to extend the term.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act (1988).

The execution of this Certificate by the undersigned Officer of the General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by Bernardo Batievsky an Officer of the General Partner of The Bernardo Batievsky Family Limited Partnership this 17th day of April, 1996.

THE BERNARDO BATIEVSKY FAMILY
LIMITED PARTNERSHIP

By: 

Name: Bernardo Batievsky
In his Capacity as President & Officer of
Bernardo Batievsky Family Holdings, Inc.,
General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)

COUNTY OF DADE)

SECRET
DIVISION OF CORPORATIONS
95 APR 18 PM 2:05

BEFORE ME, the undersigned an Officer of the general partner of THE BERNARDO BATIEVSKY FAMILY LIMITED PARTNERSHIP, a Florida Limited Partnership, certifies as follows:

The amount contributed and anticipated to be contributed by the limited partners at this time totals (\$285,000) Two Hundred Eighty-Five Thousand Dollars.

This 17th day of April, 1996.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

THE BERNARDO BATIEVSKY FAMILY
LIMITED PARTNERSHIP

By: 

Name: Bernardo Batievsky
In his Capacity as President and Officer
of Bernardo Batievsky Family Holdings, Inc.,
General Partner

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for The Bernardo Batlevsky Family Limited Partnership, a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of the registered agent.

By: _____

Bernardo Batlevsky

SECRET
DIVISION OF
96 APR 18 PM 3:05
OFFICE OF
SECURITY