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PRINTED HALL STREET ACCOUNT NO. : 072100000032

REFERENCE : 002871 9706A

AUTHORIZATION :

COST LIMIT: \$ X05.00

The spice

ORDER DATE: June 27, 1996

ORDER TIME : 10:48 AM

ORDER NO. : 002871

SHOULD BE REAL OF THE

CUSTOMER NO:

9706A

CUSTOMER: Robert A. Schaeffer, Esq LEVINE FRANK & EDGAR, P.A.

Suite 500

3300 Pga Boulevard

Palm Beach Gard, FL 33410

DOMESTIC FILING

NAME:

W.W. INVESTMENTS OF PALM BEACH, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

___ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP QE WAY INVESTMENTS OF PALM BEACH, LITE.

The undersigned leneral Partner, acting as the former of a glassified Partnership under the Florida Revised Uniform Limited Laitnership Act (1986), adopts the following contificate for such Limited Partnership:

FIRST: The name of the Partnership is W.W. INVESTMENTS OF PALM BEACH, LTD.

SECOND: The address of the record keeping affice of the Partnership is 801 Uno Lago Drive, Juno Beach, Florida 33408.

THIRD: The name and address of the agent for service of process on the Partnership is RAYMOND E. GRIZICTED, 801 Uno Lago Drive, Juno Beach, Florida, 33408.

Drive, Juno Beach, Florida 33408.

FOURTH: The name and business address of the sole General Partner is W.W.I. OF PALM BEACH, INC., a Florida Corporation, 801 Uno Lago Drive, Juno Beach, Florida 33408.

FIFTH: The mailing address of the Limited Partnership is 801 Uno Lago Drive, Juno Beach, Florida 33408.

SIXTH: The latest date on which the Limited Partnership is to dissolve is January 31, 2067.

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

IN WITNESS WHEREOF, the General Partner has hereto executed this Certificate on the _____ day of June, 1996.

W.W.I. OF PALM BEACH, INC., a Florida Corporation

RAYMOND E. GRAZIOTTO, President

CORPORATE SEAL

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for W.W. INVESTMENTS OF PALM BEACH, LTD., a Florida Limited Partnership (the "Partnership") in the foregoing Certificate of Limited Partnersh p. 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 Registered Agent.

REGISTERED AGENT

RAZIOTTO

Date: June 26, 1996

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

COUNT OF PALM BRACH)

BEFORE ME, the undersigned authority, personally appeared RAYMOND E. GRAZITTO, President of W.W.I. OF PALM BEACH, INC., which corporation is the sole General Partner of W.W. INVESTMENTS OF PALM BEACH, ..TD., a Florida Limited Partnership, hereinafter referred to as the "Partnership", who, pon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the sole Limited Partner is as follows:

RAYMOND E. GRAZIOTTO

\$1000.00

2. The amount of additional capital contributions anticipated to be contributed by the sole Limited Partner is as follows:

RAYMOND E. GRAZIOTTO

. 00

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.

GENERAL PARTNER

W.W.I. OF PALM BEACH, INC., a Florida Corporation

Date: June 26, 1996

RAYMOND E. GRAZIOTTO, President

(CORPOPATE SEAL)

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this Aday of June, 1996, by Raymond E. Graziotto, President of .W.I. OF PALM BEACH, INC., a Florida Corporation, on behalf of the corporation. He is personally known to me or has produced as identification and who did not take an oati

By:

NOTARY PUBLIC

(ISA A ANCE)

(Print Name)

My Commission Expires:

Commission No.

SEAL

