

200 WEST COMMERCIAL BOULEVARI SUITE 201-A FORT LAUDERDALE, FLORIDA 33309 954-486-3500

September 20, 1996

Secretary of State Division of Corporations Registration Section 409 East Gaines Street Tallahassee, Florida 32399 900001954009 -09/24/96--01012--005 ****140.00 ****140.00

Re: LARISE TOWNCENTRE PARTNERS, INC.

Gentleman:

Enclosed herewith are two executed copies of the Certificate of Limited Partnership and the Affidavit of Limited Partner's Capital Contribution for Larise Towncentre Partners, Ltd. together with a check in the amount of \$140.00 for filing fees.

Please return a certified copy to my attention.

Very truly yours,

Rod Nalven

Name Availability 9

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Acknowledgement

W. P. Verifyek

CERTIFICATE OF LIMITED PARTNERSHIP OF LARISE TOWNCENTRE PARTNERS, LTD.

We, the undersigned, desiring to form a limited partnership pursuant to the Uniform Limited Partnership Law of the State of Florida, Florida Statutes Chapter 620, do hereby make and sign the following Certificate.

- 1. The name of the Partnership is Larise Towncentre Partners, Ltd. The Partnership will conduct business under said name with such changes therein as may be required to comply with the legal requirements of any State in which it may do business.
- 2. The character of the Partnership business is to acquire, own, hold manage, improve, lease, mortgage and other wise invest in, deal with, sell and dispose of property, whether real or personal, and to engage in any other business or activity which relates to or is incidental thereto.
- 3. The address of the office required to be maintained by Florida Statutes Section 620.105(1) is:

2200 West Commercial Blvd., Suite 201-A Ft. Lauderdale, FL 33309

4. The name and address of the agent for service of process required to be maintained by Florida Statutes Section 620.105(2) are:

Mark Fried 2200 West Commercial Blvd., Suite 201-A Ft. Lauderdale, FL 33309

5. The name and business address of the General Partner is:

Larise Towncentre GP, Inc. P9600011450
a Florida corporation
2200 West Commercial Blvd., Suite 201-A
Ft. Lauderdale, FL 33309

6. The mailing address of the Partnership is:

2200 West Commercial Blvd., Suite 201-A Ft. Lauderdale, FL 33309 95 SEP 23 PH 2: 51,
SECRETARY OF STATE
TALLAMASSEE STORMS

- 7. The term for which the Partnership is to exist is until December 31, 2026 unless sooner terminated by consent of the General Partner and Limited Partners.
- 8. The share of the profits, or any other compensation by way of income, which the Limited Partners shall receive by reason of their contribution is as set forth in the Agreement of Limited Partnership as the same may be amended or restated from time to time.

IN WITNESS WHEREOF, the General Partner has signed and sworn to this Certificate as				
of the 114 day of September, 1996.		压留	S.	
In the presence of:	GENERAL PARTNER:	CRETA	SEP 2	-11
_ Carbler	Larise Towncentre GP Inc.	SSEE.	3 3	LEU
Much-	By:	ALE STATE	2: 51	
-//	Mark Fried, President	$\overline{}$		

STATE OF FLORIDA)

STATE OF FLORIDA)

COUNTY OF DABE)

I hereby certify that on this day before me, an officer duly authorized to take acknowledgments in the State and County aforesaid personally appeared MARK FRIED as President of LARISE TOWNCENTRE GP, INC., a Florida corporation, to me personally known to be the person described in the foregoing instrument, acknowledged before me and having been sworn, swore that he executed the same for the purposes therein expressed.

Witness my hand and official seal this 19th day of September, 1996.



RODDY MARC NALVEN My Commission CC407188 Expires Sep. 14, 1998 Bonded by HAI 800-422-1558

NOTARY PUBLIC

ACKNOWLEDGEMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the Registered Agent for the above Limited Partnership at the place designated in the above and foregoing Certificate of Limited Partnership, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida Law relative to keeping the Registered Office open.

Mark Fried

AFFIDAVIT OF LIMITED PARTNER'S CAPITAL CONTRIBUTION OF LARISE TOWNCENTRE PARTNERS, LTD.

95 SEP 23 PH 2: 51 SECRETARY OF STATE

STATE OF FLORIDA)

"ENWARD") SS:
COUNTY OF BABE)

BEFORE ME, the undersigned authority, personally appeared MARK FRIED, President of Larise Towncentre GP, Inc., the General Partner of Larise Towncentre Partners, Ltd. who, being duly sworn according to law, deposes and says as follows:

1. The sole Limited Partner of Larise Towncentre Partners, Ltd. has contributed One Hundred Dollars (\$100.00) to the capital of the Partnership and no further contributions are contemplated.

Larise Towncentre GP, Inc.

By: Mark Fried, President

NOTARY SEAL



RODDY MARC NALVEN My Commission CC407156 Expires Bep. 14, 1996 Bonded by HAI 800-422-1555

NOTARY PUBLIC

BUITE 1901 BOI BRICKELL AVENUE MIAMI, FLORIDA 33131

TELEPHONE (905) 974-7700 TELECOMER (305) 374-4860

October 4, 1996

Secretary of State **Division of Corporations** Limited Partnership Filing P.O. Box 6327 Tallahassee, FL 32314

Larise Towncentre Partners, Ltd.

Dear Sir/Madam:

In connection with the above, I am enclosing duplicate originals of a Supplemental Affidavit of Capital Contribution together with a check payable to you in the sum of \$1,802.50.

Please return a certified copy of this Affidavit to me.

Yours truly,

Enclosure SWS/ir

Name

Availability

Document Examine

Updater

Updater Verifyer

Acknowledgetner

W. P. Verifyer

SUPPLEMENTAL AFFIDAVIT OF LIMITED PARTNER'S CAPITAL CONTRIBUTION OF LARISE TOWNCENTRE PARTNERS, LTD.

FILED

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SECRETARY OF STAIS
ALLEHASSEE, FLOSINA

STATE OF FLORIDA)
) 58:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Mark Fried, President of Larise Towncentre GP, Inc., the General Partner of Larise Towncentre, Partners, Ltd. who, being duly sworn according to law, deposes and says as follows:

1. The sole Limited Partner of Larise Towncentre Partners, Ltd. has contributed additional funds to the Partnership bringing the total capital of the Partnership contributed by the Limited Partner to \$4,300,000.00 and no further contributions are contemplated.

Larise Towncentre GP, Inc., General Rartner

Mark Fried, President

SWORN TO AND SUBSCRIBED BEFORE ME this 4th day of October, 1996 by Mark Fried, President of Larise Towncentre GP, Inc., a Florida corporation on behalf of said corporation () who is personally known to me or () who produced a Florida diver license as identification and who took an oath.

NOTARY SEAL

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