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TALLAHASSEE, FL 32301-2607
904-222-9171
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800-342-8086

CSC networks

PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 179339 4365321

AUTHORIZATION :

COST LIMIT : \$

Patricia Pyjette
96.25

ORDER DATE : December 6, 1996

ORDER TIME : 12:48 PM

ORDER NO. : 179339-040

CUSTOMER NO: 4365321

CUSTOMER: Ms. Britta J. Bolin
MANSUR & COMPANY

800002028888--4

875 N. Michigan Ave.

Chicago, IL 60611

DOMESTIC FILING

NAME: PALMAS MANAGEMENT, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 13 PM 3:35
96 DEC 13 PM 1:19
DIVISION OF CORPORATION
RECEIVED

**CERTIFICATE OF LIMITED PARTNERSHIP
OF**

FILED
SECRETARY OF CORPORATIONS
DIVISION
99 DEC 13 PM 3:35

1. Palmas Management, Ltd., a Florida Limited Partnership
(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")
2. 875 N. Michigan Avenue #3620, Chicago, Illinois 60611
(The Business Address of Limited Partnership)
3. E. Barry Mansur
(Name of Registered Agent for Service of Process)
4. 1117 Schefflera Drive; Captiva, Florida 33924
(Florida Street Address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for
Service of Process.)
6. 875 N. Michigan Avenue #3620, Chicago, IL 60611
(The Mailing Address of the Limited Partnership.)

7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2050

8. NAME OF GENERAL PARTNER(S)

SPECIFIC ADDRESS

<u>B.P. Holdings</u>	<u></u>
<u>GP9600450744</u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>

Signed this 11th day of December, 1996.

Signature of all general partners:


General Partner

General Partner

General Partner

General Partner

General Partner

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SECRETARY OF CORPORATIONS
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of

Palmas Management, Ltd., a Florida Limited Partnership, certifies the following:

The amount of capital contributions to date of the limited partners is \$ 0

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 1,000.00.

This 11th day of December, 19 96.

FURTHER AFFIANT SAYETH NOT.

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



General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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