

A9700000-2229

WEINER, MORICI, & ARONSON, P.A.
ATTORNEYS AT LAW
The Clark House
102 North Swinton Avenue
Delray Beach, Florida 33444

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 15 PM 1:02

OF COUNSEL:

ROBERT MARC SCHWARTZ, P.A.
Florida Bar Board Certified
Real Estate Lawyer

Telephone: (561) 265-2666
Telecopier: (561) 272-6831

April 4, 1997

Secretary of State
State of Florida
P. O. Box 6327
Tallahassee, FL 32314

RE: ~~Palladium, Ltd.~~ Boynton Beach Palladium, Ltd.
Our File No.: GORG019

800002139438--4
-04/10/97-01080--005
****157.50 ****157.50

Dear Sir or Madam:

Enclosed please find the following:

1. Original and one copy of the Certificate of Limited Partnership;
2. Our firm's check number 2101 in the sum of \$157.50 representing the filing and certified copy fee; and
3. A self-addressed stamped envelope.

Would you please return the certified copy of the Certificate to me in the provided envelope.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Marie Hankins

Marie Hankins

/mph

Enclosures

cc: Michael S. Weiner, Esq.

not avail
469625
Palladium Ltd

Name	
Availability	kwm
Document Examiner	KWM
Updater	KWM
Updater Verifier	KWM
Acknowledgement	KWM
W. P. Verifier	KWM

W91-8882

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WEINER, MORICI, & ARONSON, P.A.
ATTORNEYS AT LAW
The Clark House
102 North Swinton Avenue
Delray Beach, Florida 33444

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DIVISION OF CORPORATIONS

97 OCT 15 PM 1:02

MICHAEL S. WEINER
ALFRED G. MORICI
CAROLE J. ARONSON

OF COUNSEL:
ROBERT MARC SCHWARTZ, P.A.
Florida Bar Board Certified
Real Estate Lawyer

Telephone: (561) 265-2666
Telecopier: (561) 272-6831

October 8, 1997

Mr. Kenny Manning
Corporate Specialist
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Boynton Beach Palladium, Ltd.

Dear Mr. Manning:

Pursuant to your telephone conversation with my legal assistant on October 7, 1997, you indicated that the Certificate of Limited Partnership and Affidavit in regard to the above referenced file was in order, with the exception of the signature of the Registered Agent. At this time, I am enclosing two copies of the Certificate of Limited Partnership and Affidavit of capitol contributions of Boynton Beach Palladium Limited. One copy contains the original signature of the Registered Agent.

Please return a stamped copy to me in the enclosed self-addressed stamped envelope.

Thank you for your anticipated cooperation.

Very truly yours,


Carole Aronson

CA/bn

Enclosure

WEINER, MORICI, & ARONSON, P.A.
ATTORNEYS AT LAW
The Clark House
102 North Swinton Avenue
Delray Beach, Florida 33444

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OF COUNSEL:

ROBERT MARC SCHWARTZ, P.A.
Florida Bar Board Certified
Real Estate Lawyer

Telephone: (561) 265-2666
Telecopier: (561) 272-6831

August 22, 1997

Mr. Kenny Manning
Corporate Specialist
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Boynton Beach Palladium, Ltd.
Your Letter No.: 197A00024894

Dear Mr. Manning:

I am enclosing the original and one copy of the Certificate of Limited Partnership and Affidavit of capitol contributions of Boynton Beach Palladium Limited.

Please return a stamped copy to me in the enclosed self-addressed stamped envelope.

Thank you for your anticipated cooperation.

Very truly yours,



Carole Aronson

CA/bn

Enclosure

cc: Michael S. Weiner

WEINER, MORICI, & ARONSON, P.A.
ATTORNEYS AT LAW
The Clark House
102 North Swinton Avenue
Delray Beach, Florida 33444

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DIVISION OF CORPORATIONS
97 OCT 15 PM 1:02

OF COUNSEL:

ROBERT MARC SCHWARTZ, P.A.
Florida Bar Board Certified
Real Estate Lawyer

Telephone: (561) 265-2666
Telecopier: (561) 272-6831

July 29, 1997

Mr. Kenny Manning
Corporate Specialist
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Boynton Beach Palladium, Ltd.
Your Letter No.: 197A00024894

Dear Mr. Manning:

I am enclosing the original and one copy of the Certificate of Limited Partnership and Affidavit of capital contributions of Boynton Beach Palladium Limited.

Since the date of your letter, Palladium Development, Inc., has registered as a Florida Corporation and, therefore the document is ready for filing.

Please return a stamped copy to me in the enclosed self-addressed stamped envelope.

Thank you for your anticipated cooperation.

Very truly yours,


Carole Aronson

CA/bn

Enclosure

cc: Michael S. Weiner

WEINER, MORICI, & ARONSON, P.A.
ATTORNEYS AT LAW
The Clark House
102 North Swinton Avenue
Delray Beach, Florida 33444

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 15 PM 1:02

OF COUNSEL:

Telephone: (561) 265-2666
Telecopier: (561) 272-6831

ROBERT MARC SCHWARTZ, P.A.
Florida Bar Board Certified
Real Estate Lawyer

May 6, 1997

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Attention: KENNY MANNING
409 East Gaines Street
Tallahassee, Florida 32399

RE: Boynton Beach Palladium, Ltd.
Letter No.: 997A00019331
Ref. No.: W97000008882
Our File No.: GORG017

Dear Mr. Manning:

Pursuant to your letter dated April 16, 1996 (a copy of which is enclosed), please find the following:

1. Original and one copy of the Certificate of Limited Partnership and Affidavit of Capital Contributions; and
2. A self-addressed stamped envelope.

Would you please return a stamped copy of the Certificate to our offices in the provided envelope.

Please note that your office has retained our firm's check in the sum of \$157.50 representing the filing fee for the above-referenced matter.

Please call me with any questions.

Very truly yours,



Eli Nuñez
Legal Assistant to
Carole Aronson

/en

Enclosures

cc: Carole Aronson, Esquire



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS

97 OCT 15 PM 1:02

August 27, 1997

WEINER, MORICI & ARONSON, P.A./ATTN: CAROLE ARONSON
THE CLARK HOUSE, 102 NORTH SWINTON AVENUE
102 NORTH SWINTON AVENUE
DELRAY BEACH, FL 33444

SUBJECT: BOYNTON BEACH PALLADIUM, LTD.
Ref. Number: W97000008882

We have received your document for BOYNTON BEACH PALLADIUM, LTD. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 897A00043237



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DIVISION OF CORPORATIONS

97 OCT 15 PM 1:02

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 1, 1997

WEINER, MORICI & ARONSON, P.A.
THE CLARK HOUSE, 102 NORTH SWINTON AVENUE
102 NORTH SWINTON AVENUE
DELRAY BEACH, FL 33444

SUBJECT: BOYNTON BEACH PALLADIUM, LTD.
Ref. Number: W97000008882

We have received your document for BOYNTON BEACH PALLADIUM, LTD. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Section 620.114, Florida Statutes, requires the original certificate of limited partnership, an affidavit, a certificate of cancellation, or supplemental affidavit to be signed by all of the general partners.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 197A00039334



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

97 OCT 15 PM 1:02

May 9, 1997

BOYNTON BEACH PALLADIUM, LTD.
THE CLARK HOUSE, 102 NORTH SWINTON AVENUE
102 NORTH SWINTON AVENUE
DELRAY BEACH, FL 33444

We have received your document for BOYNTON BEACH PALLADIUM, LTD. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Section 620.114, Florida Statutes, requires the original certificate of limited partnership, an affidavit, a certificate of cancellation, or supplemental affidavit to be signed by all of the general partners.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 197A00024894.



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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 16, 1997

WEINER, MORICI & ARONSON, P.A.
THE CLARK HOUSE, 102 NORTH SWINTON AVENUE
102 NORTH SWINTON AVENUE
DELRAY BEACH, FL 33444

SUBJECT: PALLADIUM, LTD.
Ref. Number: W97000008882

We have received your document for PALLADIUM, LTD. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Section 620.114, Florida Statutes, requires the original certificate of limited partnership, an affidavit, a certificate of cancellation, or supplemental affidavit to be signed by all of the general partners.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 997A00019331

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**CERTIFICATE OF LIMITED PARTNERSHIP
AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
BOYNTON BEACH PALLADIUM, LTD.**

We, the undersigned, hereby associate ourselves together and sign and swear to this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida.

1. **Name of the Partnership.** The name of the Partnership shall be BOYNTON BEACH PALLADIUM, LTD.

2. **Character of Business.** The character of the business to be conducted by the Partnership is to acquire and hold real property for investment and to improve, sell and exchange or lease real property for the purpose of obtaining the gains therefrom.

3. **Mailing Address, Principal Place of Business and Agent for Service of Process.** The mailing address of the Partnership shall be 101 South Congress Avenue, Delray Beach, Florida 33445 and service of process shall be made on the Registered Agent as set forth herein.

4. **Name and Place of Residence of Each Partner.**

(a) The name and business address of the General Partners are as follows:-

<u>Name</u>	<u>Residence</u>
Gordon Family Homes, Inc. - 993-18789	101 South Congress Avenue Delray Beach, Florida 33445
Palladium Development, Inc. - 997-44680	1879 N.W. 96th Avenue Plantation, Florida 33322

(b) The name and place of residence of the Limited Partners are as follows:

<u>Name</u>	<u>Residence</u>
Gordon Family Homes, Inc.	101 South Congress Avenue Delray Beach, Florida 33445
Palladium Development, Inc.	1879 N.W. 96th Avenue

Plantation, Florida 33322

5. Term. The term for which the Partnership is to exist shall be for the term of five (5) years, unless sooner terminated under the Limited Partnership Agreement.

6. Contributions of Partners. The General Partner and Limited Partners are contributing cash to the Limited Partnership as follows:

	<u>Amount</u>
General Partners:	
Gordon Family Homes, Inc. General Partners	\$ 51.00
Palladium Development, Inc.	\$ 49.00
Limited Partners:	
Gordon Family Homes, Inc.	\$ 49.00
Palladium Development, Inc.	\$ 9,851.00

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There are no anticipated future contributions.

7. Return of Contributions. The time when the contributions of the Limited Partners are to be returned is on termination of the Limited Partnership.

8. Profits, etc. The share of profits or the other compensation by way of income which the General Partner and Limited Partners shall receive by reason of their contributions are as follows:

8.1 With respect to all losses and with respect to profits up to One Million Five Hundred Thousand Dollars (\$1,500,000.00):

General Partners:

Gordon	0.51%
PDI	0.49%

Limited Partners:

Gordon	0.49%
PDI	98.51%

8.2 With respect to profits in excess of One Million Five Hundred Thousand Dollars (\$1,500,000.00) but not more than One Million Five Hundred Thirty-Five Thousand Dollars (\$1,535,000.00):

General Partners:

Gordon	98.51%
PDI	0.49%

Limited Partners:

Gordon	0.49%
PDI	0.51%

8.3 With respect to profits in excess of One Million Five Hundred Thirty-Five Thousand Dollars (\$1,535,000.00):

General Partners:

Gordon	0.51%
PDI	0.49%

Limited Partners:

Gordon	0.49%
PDI	98.51%

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8.4 Partners shall each bear a share of the losses of the Partnership equal to the percentages set forth in Subparagraph 8.1 above.

9. **Assignee of Limited Partner.** A Limited Partner may not substitute an assignee as contributor in his place.

10. **Additional Limited Partners.** Additional Limited Partners shall be admitted only upon unanimous consent of the General Partners and Limited Partners.

11. **No Right to Priority.** No right is given to any Limited Partner to priority over other Limited Partners as to contribution or as to income.

12. **No Right of Limited Partner to Demand Property Other Than Cash.** No right is given to any Limited Partner to demand and receive property other than cash in return for his contributions.

13. **Registered Agent.** The Registered Agent for the Limited Partnership shall be Michael S. Weiner, and the Registered Office shall be Weiner, Morici & Aronson, P.A., 102 North Swinton Avenue, Delray Beach, Florida, 33444.

DATED this 20th day of August, 1997.

PALLADIUM DEVELOPMENT, INC.

By: Joseph Solovey (PACS.)
Its: PRESIDENT

GORDON FAMILY HOMES, INC.

By: Gary Gordon
Its: President

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 20th day of AUGUST, 1997 by JOSEPH SOLOVEY, PRESIDENT of PALLADIUM DEVELOPMENT, INC., a Florida corporation, on behalf of the corporation, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.



My Commission Expires:


Lawrence Abrams
Notary Public
LAWRENCE ABRAMS
Printed Signature of Notary

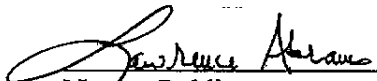
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STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 20th day of AUGUST, 1997 by GARY GORDON, PRESIDENT of _____

GORDON FAMILY HOMES, INC., a Florida corporation, on behalf of the corporation, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

 **LAWRENCE ABRAMS**
COMMISSION # CC621257
EXPIRES FEB 13, 2001
BONDED THROUGH
ATLANTIC BONDING CO. INC.
My Commission Expires:



Notary Public
LAWRENCE ABRAMS
Printed Signature of Notary


The undersigned hereby accepts designation as Registered Agent for BOYNTON PALLADIUM, LTD.

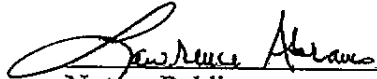
See attachment

MICHAEL S. WEINER

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97 OCT 15 PM 1:03

GORDON FAMILY HOMES INC., a Florida corporation, on behalf of the corporation, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

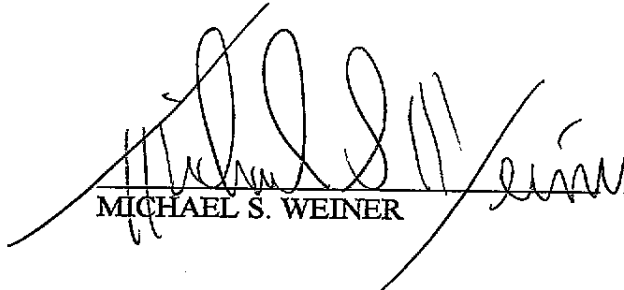
NOTARY PUBLIC
 LAWRENCE ABRAMS
COMMISSION # CC621257
EXPIRES FEB 13, 2001
BONDED THROUGH
ATLANTIC BONDING CO INC
My Commission Expires:



Notary Public
LAWRENCE ABRAMS

Printed Signature of Notary

The undersigned hereby accepts designation as Registered Agent for BOYNTON PALLADIUM, LTD.



MICHAEL S. WEINER

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