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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 3, 1997

AKERMAN, SENTERFITT, ET AL

TALLAHASSEE, FL

SUBJECT: GREENHOUSE (LARGO) L.P.

Ref. Number: W97000024882



We have received your document for GREENHOUSE (LARGO) L.P. and check(s) totaling \$1837.50. However, your check(s) and document are being returned for the following:

Florida does not currently accept the suffix "L.P." for Florida limited partnerships.

Please use LTD., LIMITED, or LIMITED PARTNERSHIP.

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) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 497A00053072

CERTIFICATE OF LIMITED PARTNERSHIP OF GREENHOUSE (LARGO) L.P.

LTD.

THE UNDERSIGNED, desiring to form a limited partnership (the "Partnership") in accordance with the requirements of Section 620.108 of the Uniform Limited Partnership Act of 1986 (the "Act"), does hereby sign and swear to this Certificate of Limited Partnership and the annexed Affidavit Regarding Capital Contributions, as follows:

- 1. The name of the Partnership is GREENHOUSE (LARGO), L.P.
- 2. The address of the office where the records of the Partnership are maintained as required by Section 620.106 of the Act is 255 South County Road Palm Beach, Florida 33480. The name and address of the registered agent of the Partnership upon whom process may be served is FHS Corporate Services, Inc., 11780 U.S. Highway One, Suite 300, North Palm Beach, Florida 33408.
- 3. The name of the sole General Partner of the Partnership is G. FLASH, Was 3 G.P., INC., and its business address is 306 Worth Avenue, Palm Beach, Florida 33480.
- 4. The mailing address of the Partnership is 255 South County Road, Palm Beach, Florida 33480.
- 6. The latest date on which the Partnership is to be dissolved is December 31, 2020.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand on the lottoned, 1997.

G. FLASH G.P., INC. as Sole General Partner

Ashton de Peyster

President

AFFIDAVIT DECLARING CAPITAL CONTRIBUTIONS

STATE OF Florida COUNTY OF Palm Beach

STATE OF Florida

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Ashton de Peuster, known to me, who being first duly sworn, did depose and say as follows:

- I am the President of G. FLASH G.P., Inc., the sole General Partner named in the Certificate of Limited Partnership of GREENHOUSE (LARGO), L.R. (the "Partnership"). I have been duly authorized to and do make this Affidavit on behalf of the corporate General Partner of the Partnership pursuant to the requirements of Section 620,108 of the Uniform Limited Partnership Act of 1986.
- The amount of capital contributions of the Limited Partners of the 2. Partnership and the amount anticipated to be contributed by them is a total of \$300,000.00.

G. FLASH G.P., INC., as sole General Partner

President

ACKNOWLEDGMENT

COUNTY OF PAIM BEACH BEFORE ME personally appeared ASHTON DE PEYSTER, as President of G. FLASH G.P., INC., sole General Partner of GREENHOUSE (LARGO), L.P., a Florida limited Partnership, who is personally known to me or who has produced the following _, and who acknowledged before me that he -identification_ executed the foregoing Affidavit as his free act and deed for the uses and purposes set forth therein. WITNESS my hand and my official seal, at PAMBeach Co, FL, this _

16th day of OGBOW, 1997.

(SEAL)

A. DAWN MASSARELLI MY COMMISSION # CC 639037 EXPIRES: April 15, 2001

Bonded Thru Notary Public Underwriters

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts his appointment as Registered Agent of the aforesaid Limited Partnership. We are familiar with, and accept, the obligations of, Section 620 of the Florida Statutes.

FHS CORPORATE SERVICES, INC., a Florida corporation

By: ()

Name: Title: David M. S

Vice-Presi

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SECRETARY OF STATE
TALLAHASSEE FLORIDA