

A97000002516

SHUTTS & BOWEN LLP

ATTORNEYS AND COUNSELLORS AT LAW
(A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS)

1500 MIAMI CENTER
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131
MIAMI (305) 358-6300
BROWARD (954) 467-8841
FACSIMILE (305) 381-9982
November 10, 1997

Mailed to:

Ms. Lourdes Gonzalez
Mr. Camilo Aguirre
The Immo Group
1001 W. Cypress Creek Road, Suite 320
Ft. Lauderdale, FL 33309

3000002347163-1
=11/14/97-01038-001
****140.00 ****140.00

Re: **MILLENNIUM VACATION GROUP, LTD.**
BETHEL BEACH CLUB PARTNERS, LTD.

Dear Ms. Gonzalez and Mr. Aguirre:

Enclosed are two copies each of Certificates of Limited Partnership of the above-referenced proposed limited partnerships and letters from Millennium Vacation Group, Inc. and Bethel Beach Club Resort & Spa Condominium Association, Inc. consenting to the use of these names for the partnerships.

Ms. Gonzalez should sign all of the attached where indicated and insert the capacity in which she is signing. Both copies of each limited partnership certificate, with the letters attached, should then be mailed to the Secretary of State at P.O. Box 6327, Tallahassee, FL 32301. The fee to file each certificate is \$140.00, check being made payable to the Secretary of State. You will need two separate checks. This fee includes receiving a certified copy of each document once it is filed.

Should you have any questions in connection with the enclosed, please feel free to contact me at 305/379-9115.

Very truly yours,

A97000002516

JILL ZAMMAS
Legal Assistant

Name	11/17/97
Availability	dcc
Document	
Partner	DCC
Enclosures	
cc w/enc.	DCC
MIA95-178026-1	JBZ
Amsterdam Office	DCC
EUROPA BOULEVARD 55	
1083 AD. AMSTERDAM,	
THE NETHERLANDS	DCC
TELEPHONE 011-3120-661-0969	
FACSIMILE 011-3120-642-1475	

LONDON OFFICE
48 MOUNT STREET
LONDON W1Y 5RE ENGLAND
TELEPHONE 011-44171-493-4840
FACSIMILE 011-44171-493-4299

ORLANDO OFFICE
20 NORTH ORANGE AVENUE
SUITE 1000
ORLANDO, FLORIDA 32801
TELEPHONE (407) 423-3200
FACSIMILE (407) 425-8316

WEST PALM BEACH OFFICE
ONE CLEARLAKE CENTRE, SUITE 500
250 AUSTRALIAN AVENUE SOUTH
WEST PALM BEACH, FLORIDA 33401
MAILING ADDRESS P. O. BOX 3555
WEST PALM BEACH, FLORIDA 33402-3555
TELEPHONE (561) 835-8500
FACSIMILE (561) 650-8530

FILED
97 NOV 19
TALLAHASSEE
SECRETARY OF STATE

TC
\$100.00

W970000025885



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 17, 1997

LOURDES GONZALEZ
THE IMMO GROUP
1001 W CYPRESS CREEK ROAD, SUITE 320
FT LAUDERDALE, FL 33309

SUBJECT: BETHEL BEACH CLUB PARTNERS, LTD.
Ref. Number: W97000025885

We have received your document for BETHEL BEACH CLUB PARTNERS, LTD. and your check(s) totaling \$140.00. 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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 797A00054989

CERTIFICATE OF LIMITED PARTNERSHIP

1. BETHEL BEACH CLUB PARTNERS, LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 1001 W. Cypress Creek Road, #320, Ft. Lauderdale, FL 33309
(Business address of Limited Partnership)
3. Millennium Vacation Group, Inc.
(Name of Registered Agent for Service of Process)
4. 1001 W. Cypress Creek Road, #320, Ft. Lauderdale, FL 33309
(Florida street address for Registered Agent)
Millennium Vacation Group, Inc.
5. By: [Signature]
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1001 W. Cypress Creek Road, #320, Ft. Lauderdale, FL 33309
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2007

8. Name(s) of general partner(s):

Street address:

Millennium Vacation Group, Inc. 1001 W. Cypress Creek Road, #320
P97000089177 Ft. Lauderdale, FL 33309

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 18 day of November, 19 97

Signature of all general partners:

Millennium Vacation Group, Inc.

By: [Signature]

General Partner

Lourdes Gonzalez,

Title: Vice President

General Partner

By: [Signature]

General Partner

Camilo Aguirre
President

General Partner

General Partner

General Partner

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NOV 21 2007
AM 10:35
ALABAMA
STATE
CLERK
FLORENCE

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of _____
Bethel Beach Club Partners, Ltd.
a Florida Limited Partnership, certify:

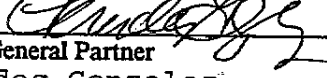
The amount of capital contributions to date of the limited partners is \$ 100.00
The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 0

Signed this 18 day of November, 19 97

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.


Millennium Vacation Group, Inc.

By: 
General Partner
Lourdes Gonzalez,
Title: Vice President

General Partner

General Partner

General Partner

By: 
General Partner
Camilo Aguirre
President

General Partner

FILED
97 NOV 19 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 10, 1997

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32301

Re: BETHEL BEACH CLUB PARTNERS, LTD.

Dear Sir or Madam:

The undersigned Florida corporation is aware of the fact that a new limited partnership wishes to file a certificate of limited partnership under the name Bethel Beach Club Partners, Ltd. The undersigned corporation has no objection to such limited partnership being formed under that name.

BETHEL BEACH CLUB RESORT & SPA
CONDOMINIUM ASSOCIATION, INC.,
a Florida corporation

By: 

Name: Lourdes Gonzalez

Title: Vice President

By: 

Name: Camilo Aguirre

Title: President

MIAMI 121212.1 -JBZ