

A 9700000 2558

LAW OFFICES

WOLF, BLOCK, SCHÖR AND SOLIS-COHEN LLP

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November 20, 1997

**VIA FEDERAL EXPRESS**

Secretary of State of Florida  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

100002354131---0  
-11/21/97--01073--005  
\*\*\*\*140.00 \*\*\*\*140.00

Re: PINE & DOUGLAS ASSOCIATES, L.P.

Dear Sir:

Enclosed herewith for filing, please find the following:

1. Certificate of Limited Partnership for Pine & Douglas Associates, L.P.
2. A check in the amount of \$140.00, of which \$87.50 represents the filing fee and \$52.50 is for a certified copy.

When the foregoing has been filed, please forward the acknowledgement copy to the attention of the undersigned in the federal express package which is enclosed.

Thank you.

Very truly yours,

*Jennifer L. Dombrowski*

Jennifer L. Dombrowski  
Corporate Assistant  
Corporate Services Department

*Jennifer* GAVE

ACKNOWLEDGMENT BY PHONE TO

DATE 11/20/97

DOC. EXAM. dcc

Name	<u>11/20/97</u>
Availability	<u>dcc</u>
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
cc: <u>Harold Jacobs, Esquire</u>	
Acknowledgement	DCC
W. P. Verifier	DCC

DSA131626.1

PHILADELPHIA, PA

NORRISTOWN, PA

WILMINGTON, DE

CAMDEN, NJ


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FILED  
NOV 21 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TR  
\$199.00

CERTIFICATE OF LIMITED PARTNERSHIP  
OF

PINE & DOUGLAS ASSOCIATES, LTD.

1. Pine & Douglas Associates, LTD.  
(Name of Limited Partnership; must contain a suffix such as "Limited",  
"Ltd.", or "Limited Partnership")
2. c/o The Goodman Company, 777 S. Flagler Drive, West Palm Beach, FL 33401  
(The Business Address of Limited Partnership)
3. William Shewalter  
(Name of Registered Agent for Service of Process)
4. Suite 1101, 777 S. Flagler Drive, West Palm Beach, FL 33401  
(Florida Street Address for Registered Agent)
5. Acceptance by the Registered Agent for Service of Process.  
  
  
(Officer Must Sign on This Line)  
  
William Shewalter, Registered Agent  
(Type Name and Title of Officer)
6. c/o The Goodman Company, 777 S. Flagler Drive, West Palm Beach, FL 33401  
(The Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2090

FILED  
97 NOV 21 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Cont'd)

8. NAME OF GENERAL PARTNER(S)

SPECIFIC ADDRESS

Pine, LLC

c/o The Goodman Company, 777 S. Flagler Drive  
West Palm Beach, FL 33401

L97000001319

Signed this 20<sup>th</sup> day of November, 1997  
Signature of all general partners:

General Partner

PINE, LLC by its managing member  
PINE GP, INC.

By: 

General Partner  
Garry L. Witt, President

General Partner

General Partner

General Partner

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SECRET  
TALAMON  
STATE  
FLORIDA

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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

PINE & DOUGLAS ASSOCIATES, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$ 199.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 199.00.

This 20th 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 that the facts alleged are true, to the best of my knowledge and belief.

PINE, LLC, by its managing member

PINE GP, Inc.

By:

Garry L. Witt  
General Partner

Garry L. Witt, President

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner