

A97000002873

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Brickell Commons, Ltd.

300002884073--6
-12/29/97--01021--008
****140.00 ****140.00

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Name Reservation _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 29 PM 1:23

RECEIVED
97 DEC 29 AM 10:09

*BYK
12/29/97*

Signature _____

Requested by: *Cher* *12-29* *952*
 Name _____ Date _____ Time _____
 Walk-In _____ Will Pick Up _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS &
CERTIFICATE OF LIMITED PARTNERSHIP

BRICKELL COMMONS, LTD.,
a Florida Limited Partnership

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The undersigned president of BVT Real Estate Development, Inc., a Tennessee corporation, as a General Partner, and the undersigned as president of Taylor Commons, Inc., a Florida corporation, as a General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Limited Partnership is: BRICKELL COMMONS, LTD.

2. The address of the office of the Limited Partnership and the name and address of the agent for service of process (whose consent to appointment is set forth below) are as follows:

Address of the office of the Limited Partnership:

3350 Cumberland Circle
Suite 1500
Atlanta, GA 30339

Agent for service of process:

Morton P. Brown, Esq.
Fowler, White, Burnett, Hurley, Banick
& Strickroot, P.A.
100 S. E. 2nd Street
17th Floor
Miami, FL 33131

3. The names and business addresses of the General Partners are as follows:

BVT Real Estate Development, Inc.
3350 Cumberland Circle
Suite 1500
Atlanta, GA 30339

Taylor Commons, Inc.
12000 Biscayne Boulevard
Suite 803
North Miami, FL 33181

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997000087067

4. The Limited Partnership's mailing address is:

3350 Cumberland Circle
Suite 1500
Atlanta, GA 30339


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5. The latest date upon which the Limited Partnership dissolve is December 31, 2047.

The execution of this Certificate by the General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by its General Partners this 23rd day of December, 1997.

BVT Real Estate Development, Inc.,
General Partner


By: James E. Himelrick, Jr.
Title: President

STATE OF GEORGIA
Cobb COUNTY

The foregoing Certificate of Limited Partnership was acknowledged before me this 23rd day of December, 1997, by James E. Himelrick, Jr., President of BVT Real Estate Development, Inc. He is [] personally known to me or [] has produced _____ as identification.

NOTARY PUBLIC

Sign: Anastasia Paulas
Print: Anastasia Paulas
State of Georgia
(Seal)

My Commission Expires:
Title/Rank:
Serial Number:

Notary Public, DeKalb County, Georgia
My Commission Expires Aug. 10, 2001

Taylor Commons, Inc., a Florida corporation, General Partner

Harvey Taylor

By: Harvey Taylor
Title: President

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STATE OF FLORIDA
MIAMI-DADE COUNTY

The foregoing Certificate of Limited Partnership was acknowledged before me this 23rd day of December, 1997, by Harvey Taylor, President of Taylor Commons, Inc. He is [x] personally known to me.

NOTARY PUBLIC

Sign: *Gretchen Farmer*
Print: GRETCHEN FARMER
State of Florida At Large
(Seal)

My Commission Expires:
Title/Rank:
Serial Number:

NOTARY PUBLIC
STATE OF FLORIDA
GRETCHEN FARMER
COMMISSION # CC 408601
EXPIRES SEP 24, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

**ACCEPTANCE OF DESIGNATION
AS AGENT FOR SERVICE OF PROCESS**

The undersigned, a Florida resident, hereby accepts the designation by the above named Limited Partnership as its Agent for Service of Process in accordance with Florida Statutes §620.105, as of the 23 day of December, 1997.

Morton P. Brown

MORTON P. BROWN

CAPITAL CONTRIBUTIONS AFFIDAVIT
BRICKELL COMMONS, LTD.,
a Florida Limited Partnership

STATE OF FLORIDA
MIAMI-DADE COUNTY

BEFORE ME, the undersigned authority, personally appeared Harvey Taylor, as President of Taylor Commons, Inc., being one of the General Partners of Brickell Commons, Ltd. (the "Partnership"), who upon being duly sworn, certified as follows:

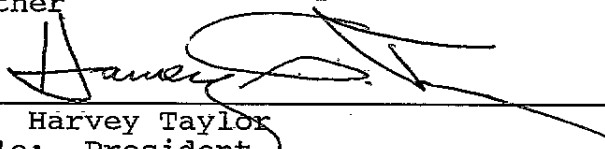
1. The Partnership has not received any contributions from Limited Partners to date.

2. At this time, it is anticipated that the Limited Partners will contribute, in the aggregate, contributions totalling \$1,000.00.

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

BRICKELL COMMONS, LTD.

By: Taylor Commons, Inc., General Partner


By: Harvey Taylor
Title: President

The foregoing Affidavit of Capital Contributions was acknowledged before me this 23rd day of December, 1997, by Harvey Taylor, as President of Taylor Commons, Inc. He is [x] personally known to me.

NOTARY PUBLIC

Sign: Gretchen Farmer
Print: GRETCHEN FARMER
State of Florida at Large
(Seal)

My Commission Expires:

Title/Rank:

Serial Number:

 GRETCHEN FARMER
COMMISSION # CC 408601
EXPIRES SEP 24, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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