



A980060000 88

ACCOUNT NO. : 072100000032

REFERENCE : 659210 4371098

AUTHORIZATION :

COST LIMIT : \$

Patricia Pizzuto

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 AM 11:35

ORDER DATE : January 6, 1998

ORDER TIME : 9:25 AM

ORDER NO. : 659210-005

CUSTOMER NO: 4371098

CUSTOMER: Ms. Stephanie L. Gibson
PEABODY & BROWN

800002392058--2

1255 23rd Street, N.w.

Washington, DC 20037

DOMESTIC FILING

NAME: BFD PALM BEACH PROPERTIES, LP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

PK
11/12/98
RECEIVED
98 JAN -7 AM 10:08
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 7, 1998

ANDREA MABRY
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: BFD PALM BEACH PROPERTIES, LP
Ref. Number: W98000000350

RESUBMIT

Please give original
submission date as file date.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JAN 12 AM 11:35

We have received your document for BFD PALM BEACH PROPERTIES, LP and the authorization to debit your account in the amount of \$1785.00. However, the document has not been filed and is being returned for the following:

Florida does not accept the suffix "L.P." for Florida limited partnerships. Please use LTD., LIMITED, or the words LIMITED PARTNERSHIP.

ALSO, before this partnership can be filed, the general partner -- D & P NORTHPOINT, LLC -- must be filed in Florida.

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: 698A00000829

RECEIVED
98 JAN 12 AM 10:51
DIVISION OF CORPORATIONS
File
2nd

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 AM 11:35

1. BFD Palm Beach Properties, Limited Partnership
(Name of Limited Partnership; must contain a suffix such as "Limited", Ltd", or Limited Partnership")
2. 1320 Old Chain Bridge Road, McLean, VA 22101
(Business address of Limited Partnership)
3. Corporation Service Company
(Name of Registered Agent for Service of Process)
4. 1201 Hays Street, Tallahassee, FL 32301
(Florida street address for Registered Agent)
5. By: Gail Shelby Gail Shelby, as agent
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1320 Old Chain Bridge Road, McLean, VA 22101
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: February 2, 2040

8. Name(s) of general partner(s):	Street address:
<u>D & P 4501 Northpoint, LLC</u>	<u>1320 Old Chain Bridge Road</u>
<u></u>	<u>McLean, VA 22101</u>
<u></u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>

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

Signed this 6th day of January, 19 98

Signature of all general partners: D & P 4501 Northpoint, LLC:

<u>[Signature]</u>	<u></u>
General Partner	General Partner
<u></u>	<u></u>
General Partner	General Partner
<u></u>	<u></u>
General Partner	General Partner

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 12 AM 11:35

The undersigned constituting all of the general partners of _____

BFD Palm Beach Properties, Limited Partnership

a Florida Limited Partnership, certify:

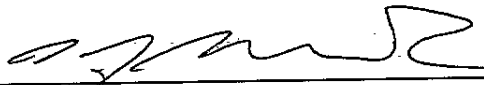
The amount of capital contributions to date of the limited partners is \$ 0

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 500,000.00

Signed this 6th day of January, 19 98

FURTHER AFFIANT SAYETH NOT.

*Under penalties of perjury I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*
D & P 4501 Northpoint, LLC



General Partner

General Partner

General Partner

General Partner

General Partner

General Partner