

A 98000000338



ACCOUNT NO.: 072100000032

REFERENCE : 671664 11381A

AUTHORIZATION :

COST LIMIT : PPD

FILED
98 JAN 26 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 16, 1998

ORDER TIME : 10:19 AM

ORDER NO. : 671664-010

CUSTOMER NO: 11381A

CUSTOMER: Alys Nagler Daniels, Esq
GARY DYTRYCH & RYAN

Suite 402
701 U.S. Highway 1
North Palm Beach, FL 33408

000002402930--8
-01/16/98-01034-050
****140.00 ****140.00

DOMESTIC FILING

NAME: CROSSROAD REALTY ADVISORS, LTD

EFFECTIVE DATE:

Name	al
Availability	25
Document	al
Examiner	al
Updater	al
Updater	al
Verifier	al
Acknowledgement	al
SH Verifier	al

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS: _____

LP-87.50
CERT 52.50

FILE
98 JAN 16 AM 11:49
DIVISION OF CORPORATION
RECEIVED



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 20, 1998

BRENDA PHILLIPS
CSC
TALLAHASSEE,

SUBJECT: CROSSROAD REALTY ADVISORS, LTD.
Ref. Number: W98000001285

FILED
98 JAN 25 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CROSSROAD REALTY ADVISORS, 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):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 998A00002964



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 20, 1998

RESUBMIT

Please give original
submission date as file date

BRENDA PHILLIPS
CSC
TALLAHASSEE,

SUBJECT: CROSSROAD REALTY ADVISORS, LTD.
Ref. Number: W98000001285

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JAN 26 PM 4:30

FILED

We have received your document for CROSSROAD REALTY ADVISORS, 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):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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Tammi Cline
Document Specialist

Letter Number: 998A00002964

RECEIVED
98 JAN 26 AM 10:43
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP
OF
CROSSROADS REALTY ADVISORS, LTD.

The undersigned partners, desiring to form a limited partnership pursuant to the laws of the state of Florida certify as follows:

1. **Name of Limited Partnership.** The name of the Limited Partnership is CROSSROADS REALTY ADVISORS, LTD.

2. **Office for maintenance of Business Records.** The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes is: 1962 Portage Landing North, N. Palm Beach, FL 33408.

3. **Agent for Service of Process.** The name and address of the Partnership's agent for service of process in Florida is: John W. Gary, III, 701 U.S. Hwy. One, Ste. 402, North Palm Beach, FL 33408.

4. **General Partners.** The name and business address of each General Partner in the Limited Partnership are as follows:

<u>Name</u>	<u>Address</u>
Westport Asset Management, Ltd., a Florida limited partnership	<u>1962 Portage Landing North</u> <u>N. Palm Beach, FL 33408</u>

5. **Address of Partnership.** The mailing address of the Limited Partnership is: 1962 Portage Landing North, N. Palm Beach, FL 33408.

6. **Date of Dissolution.** The latest date on which the Limited Partnership is to dissolve is: January 16, 2022.

7. **Effective Date.** This Certificate will take effect, and the facts stated in it will be true, on the date it is filed with the Secretary of State, State of Florida.

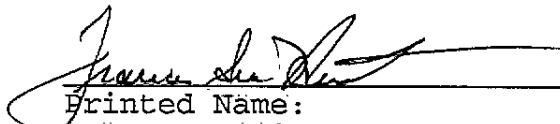
Dated: January 22, 1998

GENERAL PARTNER
Westport Asset Management, Ltd.,
a Florida limited partnership
BY: Double L Investment,
Inc., a Texas corp., as
general partner

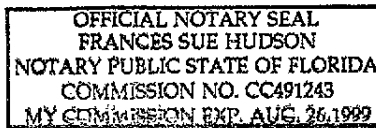
BY: Janice Landry
Janice Landry, as
Vice President

STATE OF FLORIDA]
COUNTY OF PALM BEACH]

The foregoing instrument was acknowledged before me this 22nd
day of January, 1998, by Janice Landry, as Vice President of
Double L Investment, Inc., as general partner of Westport Asset
Management, Ltd., a Florida limited partnership, who is personally
known to me ~~or who has produced~~ _____
as identification.


Printed Name:
Notary Public, State of Florida

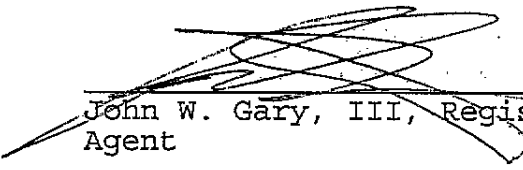
(NOTARY SEAL)



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98 JAN 23 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED/RESIDENT AGENT

Having been designated to accept service of process for the above stated limited partnership, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and hereby state that I am familiar with and accept the duties and responsibilities as registered agent for this limited partnership and agree to comply with the provisions of Section 620.192 of the Florida Statutes.

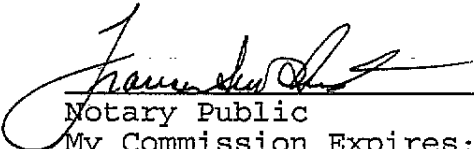

John W. Gary, III, Registered
Agent

Dated: 1-22-98

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned officer duly authorized to take acknowledgments, this day, personally appeared John W. Gary, III, to me personally known ~~or who provided~~ as ~~identification~~ and who executed the foregoing, and he acknowledged before me that he executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 22nd day of January, 1998.


Notary Public
My Commission Expires:
Commission No.

OFFICIAL NOTARY SEAL
FRANCES SUE HUDSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC491243
MY COMMISSION EXP. AUG. 26, 1999

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98 JAN 26 PM 4:30
CLERK OF STATE
PALM BEACH, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, who are all the General Partners of CROSSROADS REALTY ADVISORS, LTD., declare that the capital contributions of all the Limited Partners in the Partnership are as follows:

1. The limited partners have made capital contributions in the following amounts:

<u>Name of Limited Partner</u>	<u>Amount of Contribution</u>
Mahalo Limited, a Texas Limited Partnership	\$1,000.00

2. It is anticipated that the Limited Partners listed below will make capital contributions in the future in the following amounts:

<u>Name of Limited Partner</u>	<u>Amount of Contribution</u>
Mahalo Limited, a Texas Limited Partnership	\$6,500.00

3. Under the penalties of perjury, the undersigned declares that the undersigned has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Dated: January 22, 1998

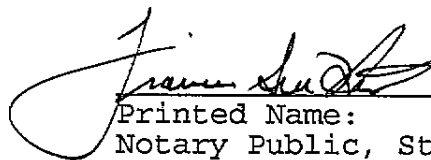
GENERAL PARTNER
Westport Asset Management, Ltd.,
a Florida limited partnership
BY: Double L Investment, Inc.,
a Texas corp., as general partner

BY: Janice Landry
Janice Landry, as Vice President

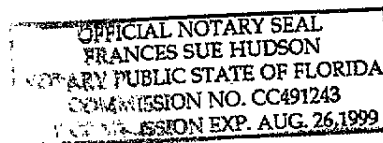
FILED
98 JAN 26 PM 4:30
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF Florida]
COUNTY OF Palm Beach]

The foregoing instrument was acknowledged before me this 22
day of January, 1998, by Janice Landry, as
Vice President of Double L Investment, Inc., as general partner of
Westport Asset Management, Ltd., a Florida limited partnership, who
is personally known to me ~~or who has produced~~ _____
_____ as identification.


Printed Name:
Notary Public, State of Florida

(NOTARY SEAL)



FILED

98 JAN 26 PM 4:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA