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FEB-05-98 14:26 FROM:ACKERMAN LINK SARTORY

ID:561 838 5305

PAGE 1/4

2/05/98

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
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2:18

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: ACKERMAN, LINK & SARTORY, P.A.  
CONTACT: WENDY S LINK  
PHONE: (561)838-4100

ACCT#: 110435002274

FAX #: (561)838-5305

NAME: KANE COMMUNITIES OF AUDUBON, LTD.

AUDIT NUMBER.....H98000002482

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$140.00

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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2. REQUEST COR ELECTRONIC FILING
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4. ALTER DEFAULTS FOR THIS SESSION
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AVAILABLE BALANCE:

\$42.5

FAX NUMBER: (561)838-5305

ACCOUNT NAME: 110435002274  
Name SUB ACCOUNT:  
Availability METHOD OF DELIVERY: F  
MAIL NAME: ACKERMAN, LINK & SARTORY, P.A.

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CERTIFICATE OF LIMITED PARTNERSHIP OF  
KANE COMMUNITIES OF AUDUBON, LTD.  
A Florida Limited Partnership

H98000002482 I

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620.108, Florida Statutes, hereby certifies the following:

1. Name of Partnership. The name of the Partnership is as follows:

Kane Communities of Audubon, Ltd.

2. Mailing Address. The mailing address and the principal place of business of the Partnership is as follows:

Kane Communities of Audubon, Ltd.  
9070 Kimberly Blvd., Suite 49  
The Plaza at Boca Hamptons  
Boca Raton, Florida 33434

3. Registered Office and Agent. Pursuant to Chapter 620.105, Florida Statutes, the name and address of the agent for service of process on the Partnership shall initially be:

Lawrence J. Diamond  
Ackerman, Link & Sartory, P.A.  
222 Lakeview Avenue, Suite 1330  
West Palm Beach, Florida 33401

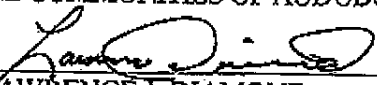
4. Name and Business Address of General Partner. The name and business address of the general partner are as follows:

Kane Communities of Audubon, Inc.  
9070 Kimberly Blvd., Suite 49  
The Plaza at Boca Hamptons  
Boca Raton, Florida 33434

5. Latest Date Upon Which Partnership is to Dissolve. The latest date upon which the Partnership is to dissolve is December 31, 2027.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal as of the 5th day of February, 1998.

GENERAL PARTNER:  
KANE COMMUNITIES OF AUDUBON, INC.

By:   
LAWRENCE J. DIAMOND  
Assistant Secretary

Lawrence J. Diamond, Esq.  
Florida Bar No. 0045100  
Ackerman, Link & Sartory, P.A.  
222 Lakeview Avenue, Suite 1330  
West Palm Beach, Florida 33401  
(561) 838-4100

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

P 980000011481

KANE COMMUNITIES OF AUDUBON, LTD.

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CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVE

Pursuant to Chapters 48.061 and 620.105, Florida Statutes, the following is submitted:

That KANE COMMUNITIES OF AUDUBON, LTD., a Florida limited partnership, with its registered office at 222 Lakeview Avenue, Suite 1330, West Palm Beach, Florida 33401, has named Lawrence J. Diamond as its agent to accept service of process within this State.

## ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated limited partnership, at the place designated in this Certificate, I hereby accept to act in such capacity and agree to comply with the applicable provisions of law.

REGISTERED AGENT:

DATED: 2/5/98By: 

LAWRENCE J. DIAMOND

FILED  
98-05 PM 3:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## AFFIDAVIT OF CAPITAL CONTRIBUTION

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BEFORE ME, the undersigned personally appeared Lawrence J. Diamond, Assistant Secretary of Kane Communities of Audubon, Inc., general partner of Kane Communities of Audubon, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who, pursuant to §620.108, Fla. Stat., certifies as follows:

1. The total amount of capital contributions of the limited partners to the Partnership is Ten Dollars (\$10.00).
2. The anticipated amount of the capital contributions of the limited partners is One Thousand Dollars (\$1,000.00).

EXECUTED this 5th day of February, 1998.

GENERAL PARTNER:

KANE COMMUNITIES OF AUDUBON, INC.

By: Lawrence J. Diamond

LAWRENCE J. DIAMOND

Assistant Secretary

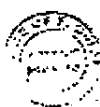
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA )

COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 5th day of February, 1998, by LAWRENCE J. DIAMOND, Assistant Secretary of Kane Communities of Audubon, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me.

(SEAL)



Tina L. Carmichael  
NOTARY PUBLIC, STATE OF FLORIDA

Printed Name: Tina L. Carmichael