

SENT BY: RUDEN MCCLOSKY

; 3-31-98 11:41AM ;

305→ Department of State: # 1

A 98000000 809

3/31/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

10:46 AM

((H98000006153 4))

TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL,
CONTACT: SUSAN OSBORNE
PHONE: (954) 761-2910

ACCT#: 076077000521

FAX #: (954) 764-4996

NAME: FOUNTAINS AT ST. LUCIE WEST, LTD.

AUDIT NUMBER.....H98000006153

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

PAGES.....

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$140.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAR 31 PM 1:16

Name	3/31/98
Availability	OK
Document	
Examined	
Updater	
Updater	DCC
Verifier	DCC
Acknowledgment	DCC
W. P. Verifier	DCC

A 98000000 809

Tc
\$1,000.00

H98000006153

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
FOUNTAINS AT ST. LUCIE WEST, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership ("Partnership") is Fountains at St. Lucie West, Ltd.

2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (the "Act") is 801 Uno Lago Drive, Juno Beach, Florida 33408.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is Raymond Graziotto, 801 Uno Lago Drive, Juno Beach, Florida 33408.

4. The name and business address of each General Partner of the Partnership is as follows:

GENERAL PARTNER**BUSINESS ADDRESS**

Fountains at St. Lucie West, Inc.

801 Uno Lago Drive
Juno Beach, Florida 33408

P98000029455

BankAtlantic Venture
Partners 4, Inc.1750 E. Sunrise Boulevard
Fort Lauderdale, Florida 33304
Attention: John E. Abdo, President

m63524

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

FTL:303464:1

H98000006153

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 31 PM 1:16

E98000006153

5. A mailing address for the Partnership is c/o Fountains at St. Lucie West, Inc., 801 Uno Lago Drive, Juno Beach, Florida 33408.

6. The latest date upon which the Partnership is to dissolve is December 31, 2028, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

7. All of the Partnership's acts and decisions shall be authorized by the written consent of both General Partners.

IN WITNESS WHEREOF, the undersigned, being the general partners of the Partnership, have duly executed this Certificate of Limited Partnership of Fountains at St. Lucie West, Ltd., this 30 day of March, 1998, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act. This document may be executed in counterparts, each of which may be deemed an original, but all of which together, when filed in the corporate records, shall be deemed one instrument.

This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNERS:

FOUNTAINS AT ST. LUCIE WEST, INC.

By: 
J. C. Solomon II, President

BANK ATLANTIC VENTURE
PARTNERS 4, INC.

By: _____
John E. Abdo, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 31 PM 1:16

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

FTL:309464:1

E98000006153

H98000006153

5. A mailing address for the Partnership is c/o Fountains at St. Lucie West, Inc., 801 Uno Lago Drive, Juno Beach, Florida 33408.

6. The latest date upon which the Partnership is to dissolve is December 31, 2022, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

7. All of the Partnership's acts and decisions shall be authorized by the written consent of both General Partners.

IN WITNESS WHEREOF, the undersigned, being the general partners of the Partnership, have duly executed this Certificate of Limited Partnership of Fountains at St. Lucie West, Ltd., this 30th day of MARCH, 1998, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act. This document may be executed in counterparts, each of which may be deemed an original, but all of which together, when filed in the corporate records, shall be deemed one instrument.

This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNERS:

FOUNTAINS AT ST. LUCIE WEST, INC.

By: _____
J. C. Solomon II, President

**BANKATLANTIC VENTURE
PARTNERS 4, INC.**

By: 
John E. Abdo, President

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

FEL-308464-1

H98000006153

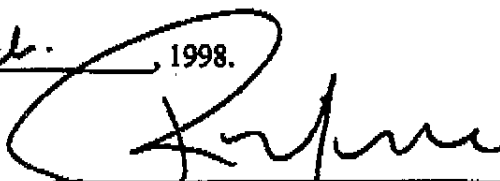
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAR 31 PM 1:16

H98000006153

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of Fountains at St. Lucie West, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act.

DATED this 30 day of March, 1998.

Raymond Graziotto, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 31 PM 1:16

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

FTL:308464:1

H98000006153

H98000006153

**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
FOUNTAINS AT ST. LUCIE WEST, LTD.**

The undersigned, constituting the General Partners of Fountains at St. Lucie West, Ltd., (the "Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$1,000. No additional capital contribution is anticipated to be made by the limited partners.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

GENERAL PARTNERS:

~~FOUNTAINS AT ST. LUCIE WEST, INC.~~

**BANKATLANTIC VENTURE
PARTNERS 4, INC.**

By: 

J. C. Solomon II, President

By: _____

John E. Abdo, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 31 PM 1:16

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

FTL:309464:1

H98000006153

H98000006153

**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
FOUNTAINS AT ST. LUCIE WEST, LTD.**

The undersigned, constituting the General Partners of Fountains at St. Lucie West, Ltd., (the "Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$1,000. No additional capital contribution is anticipated to be made by the limited partners.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

GENERAL PARTNERS:

FOUNTAINS AT ST. LUCIE WEST, INC.

**BANKATLANTIC VENTURE
PARTNERS 4, INC.**

By: _____
J. C. Solomon II, President

By: 
John E. Abdo, President

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

FRL:J080462.1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 31 PM 1:16