

A98000001071



ACCOUNT NO. : 072100000032

REFERENCE : 801648 4306827

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 30, 1998

ORDER TIME : 10:24 AM

ORDER NO. : 801648-010

CUSTOMER NO: 4306827

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-04/30/98-01071-010
***1837.50 ***1837.50

CUSTOMER: Ms. Judy Hoodiman
ABRAMS ANTON ROBBINS RESNICK &
SCHNEIDER
2021 Tyler Street

Hollywood, FL 33022

DOMESTIC FILING

NAME: RESERVATION PROPERTY PARTNERS,
LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

| | |
|-----------------|------------------------------|
| Name | 4/30/98 |
| Availability | XX |
| Document | CERTIFIED COPY |
| Examiner | PLAIN STAMPED COPY |
| Updater | CERTIFICATE OF GOOD STANDING |
| Updater | DCC |
| Verifier | DCC |
| Acknowledgement | DCC |
| W. P. Verifier | DCC |

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

RECEIVED
98 APR 30 AM 38 PM 2:35
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

00.000000\$

LP-1785.00
CERT 52.50

A98000001071

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
RESERVATION PROPERTY PARTNERS, LTD.
a Florida Limited Partnership**

FILED
98 APR 30 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership law, hereby states the following.

1. The name of the partnership is RESERVATION PROPERTY PARTNERS, LTD.

2. The mailing address of the partnership is 600 Corporate Drive, Suite 510, Fort Lauderdale, Florida, 33334.

3. The address of the office of the partnership is c/o James F. Antonucci, 600 Corporate Drive, Suite 510, Fort Lauderdale, Florida, 33334.

4. The name and address of the agent for service of process on the partnership is DAVID WEISMAN, c/o Abrams Anton P.A., 2021 Tyler Street, Hollywood, Florida, 33020.

5. The name and business address of the General Partner and the mailing address of the partnership are JAMES & COMPANY AT HOLLYWOOD RESERVATION, INC., c/o James F. Antonucci, 600 Corporate Drive, Suite 510, Fort Lauderdale, Florida, 33334.

6. The latest date upon which the partnership shall dissolve is December 31, 2046.

7. No Limited Partner shall be entitled to withdraw or demand the return of any part of its capital contribution except upon dissolution of the partnership.

8. All annual net profits of the partnership shall be divided among the partners in the same proportions as the partners' then capital accounts unless retained for partnership investments and business activities.

9. There is no priority of any one (1) Limited Partner over another with respect to the compensation by way of income.

10. A Limited Partner may not demand property other than cash in return for its contributions.

The execution of this Certificate by the undersigned General Partner 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 the General Partner of RESERVATION PROPERTY PARTNERS, LTD.

GENERAL PARTNER:

RESERVATION PROPERTY PARTNERS, LTD.,
a Florida limited partnership

By: James & Company at HOLLYWOOD
RESERVATION, INC., as General Partner

By: 
JAMES F. ANTONUCCI, President

Having been named as registered agent for., a Florida limited partnership (the "Partnership), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


DAVID WEISMAN

297205

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98 APR 30 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned, personally appeared JAMES F. ANTONUCCI as President of **JAMES & COMPANY AT HOLLYWOOD RESERVATION, INC.**, as General Partner of **RESERVATION PROPERTY PARTNERS, LTD.**, a Florida limited partnership, who, upon being duly sworn, certifies as follows:

The amount of capital contributions to the partnership made by all of the Limited Partners is as follows:

\$500,000.00 *fe*

The amount of additional capital contribution anticipated to be contributed by each Limited Partner is as follows:

\$ -0-

FURTHER, AFFIANT SAYETH NAUGHT.

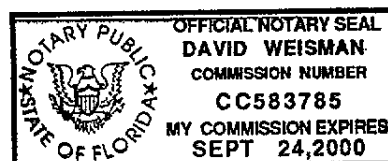
Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

By: _____

JAMES F. ANTONUCCI, President
James & Company at Hollywood
Reservation, Inc., as General
Partner of RESERVATION
PROPERTY PARTNERS, LTD.,
a Florida limited partnership

The foregoing Affidavit was subscribed and acknowledged before me by JAMES F. ANTONUCCI, as President of James & Company at Hollywood Reservation, Inc., as General Partner of RESERVATION PROPERTY PARTNERS, LTD., a Florida limited partnership who is personally known to me and who did take an oath, on April 28, 1998.

Notary Public, State of Florida
My Commission Expires:



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98 APR 30 PM 2:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA