



THE UNITED STATES
CORPORATION
COMPANY

A98000001228

ACCOUNT NO. : 072100000032

REFERENCE : 785532 9010A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 2:01

ORDER DATE : April 17, 1998

ORDER TIME : 10:21 AM

ORDER NO. : 785532-010

CUSTOMER NO: 9010A

100002492391--3
-04/17/98--01066--011
***1000.00 ***1000.00

CUSTOMER: Ms. Shirley M. Pucillo
DAVES WHALEN MCHALE &
CONSIDINE L.C.
Suite 200
301 Clematis Street
West Palm Beach, FL 33401

100002492391--3
-04/17/98--01066--012
***785.00 ***785.00

DOMESTIC FILING

NAME: ORCHID INVESTMENTS, L.P.

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: Christopher Smith

EXAMINER'S INITIALS:

59 APR 17 AM 11:21
DIVISION OF CORPORATIONS

FILE 2nd

34
5/15/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 17, 1998

CHRISTOPHER SMITH
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: ORCHID INVESTMENTS, L.P.
Ref. Number: W98000008655

RESUBMIT

Please give original
submission date as file date.

We have received your document for ORCHID INVESTMENTS, L.P. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

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: 798A00020780

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 15, 1998

CHRISTOPHER SMITH
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: ORCHID ISLAND INVESTMENTS, L.P.
Ref. Number: W98000008655

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 2:01

We have received your document for ORCHID ISLAND INVESTMENTS, L.P. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Current law does not allow the use of the suffix "L.P." by Florida limited partnerships. Please use LTD., LIMITED, or LIMITED PARTNERSHIP.

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: 798A00027195

CERTIFICATE OF LIMITED PARTNERSHIP OF

ORCHID ISLAND INVESTMENTS, LIMITED PARTNERSHIP
a Florida Limited Partnership

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1. The name of the Partnership is ORCHID ISLAND INVESTMENTS, LIMITED PARTNERSHIP
2. The address of the office of the Partnership is 3 Grove Isle, Suite 1507, Miami, Florida.
3. The name and address of the agent for service of process on the Partnership is Timothy L. Whalen, 301 Clematis Street, Suite 200, West Palm Beach, FL 33401
4. The mailing address of the Partnership is 3 Grove Isle, Suite 1507, Miami, Florida. 33133
5. The latest date upon which the Partnership shall dissolve is November 16, 2022.
6. The name of general partner is:

Grove Management, L.C.
3 Grove Isle
Suite 1507
Miami, Florida.

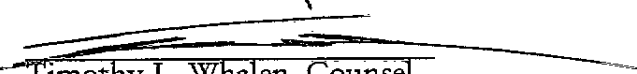
L98008000481

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

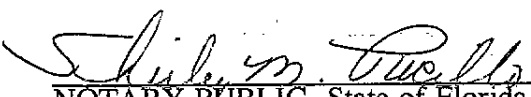
Signed this April 16, 1998.

Signature of General Partner:


Timothy L. Whalen, Counsel
Grove Management, L.C.

STATE OF FLORIDA
COUNTY OF

Subscribed and sworn to before me by Timothy L. Whalen this 16th day of April, 1998.


NOTARY PUBLIC, State of Florida at Large



SHIRLEY M PUCILLO
My Commission C0546660
Expires Apr. 09, 2000

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

The undersigned constituting the sole general partner of ORCHID ISLAND INVESTMENTS, LIMITED PARTNERSHIP, a Florida Limited Partnership, certifies:

1. The amount of the capital contributions to date of the limited partners is \$1,000.00.

2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,300,000.00.

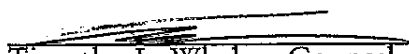
Signed this April 16, 1998.

FURTHER AFFIANT SAYETH NOT.

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

Signed this April 16, 1998.

Signature of General Partner:


Timothy L. Whalen, Counsel
Grove Management, L.C.

STATE OF FLORIDA
COUNTY OF

Subscribed and sworn to before me by Timothy L. Whalen this 16th day of April, 1998.


NOTARY PUBLIC, State of Florida at Large



SHIRLEY M PUGILLO
My Commission CC548650
Expires Apr. 09, 2000

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