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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 5, 1998

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# CT CORPORATION SYSTEM CONNIE

SUBJECT: MARKET PLACE OF DELRAY, LTD. Ref. Number: W98000013009



The outpot corporation was administratively dissolved on for failure to file its corporation annual report. To file orticles of dissolution, the corporation would first have to reinstate by completing a reinstatement application and paying a reinstatement fee of \$.

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) 487-6967.

Michelle Hodges Document Specialist

Letter Number: 498A00031984

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

#### CERTIFICATE OF LIMITED PARTNERSHIP OF MARKETPLACE OF DELRAY, LTD.

The undersigned, as general partner of Marketplace of Delray, Ltd. (the "Partnership") The does hereby certify as follows for the purpose of forming a limited partnership pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act:

- <u>Marketplace of Delray, Ltd.</u> (Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
- 2. <u>3501 S.W. Corporate Parkway, Palm City, Florida 34990</u> (The Business Address of the Partnership)
- 3. <u>Peter D. Cummings & Associates, Inc.</u> (Name of Registered Agent for Service of Process)
- <u>3501 S.W. Corporate Parkway, Palm City, Florida 34990</u> (Florida Street Address for Registered Agent)
- 5. Acceptance by the Registered Agent for Service of Process

PETER/D. CUMMINGS & ASSOCIATES, INC.

(Officer must sign on this line)

Donald L. Chasen, President (Type Name and Title of Officer)

- 6. <u>3501 S.W. Corporate Parkway, Palm City, Florida 34990</u> (The Mailing Address of the Limited Partnership)
- 7. The latest date upon which the Limited Partnership is to be dissolved is <u>December 31</u>, <u>2048</u>.
- 8. NAME OF GENERAL PARTNER(S)

BUSINESS ADDRESS

G.P. Marketplace of Delray, Inc.

Fax000003244

<u>c/o Peter D. Cummings & Associates, Inc.</u> <u>3501 S.W. Corporate Parkway</u> <u>Palm City, Florida 34990</u>

Signed this  $\frac{29^{-\tau}}{2}$  day of May, 1998.

### MARKETPLACE OF DELRAY, LTD.

By: G.P. Marketplace of Delray, Inc., a Michigan corporation, General Partner

KON By:

Donald L. Chasen, Vice President

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#### STATE OF FLORIDA

#### COUNTY OF MARTIN

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Donald L. Chasen, who is known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, or who presented \_\_\_\_\_\_\_ as identification, and he acknowledged to me and before me that he executed this Affidavit as Vice President of G.P. Marketplace of Delray, Inc., and that said corporation is the general partner of the Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this  $\frac{292}{2}$  day of May, 1998.

(SEAL)

Notary Public, State of Florida

B JUH-9 PH



Karen Phillips ( COMMISSION # CC590574 EXPIRES February 15, 2002 Bonded thru troy fain insurance, inc.

My commission expires:

0560117.01

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME appeared the undersigned, as the Vice President of G.P. Marketplace of Delray, Inc., a Michigan corporation that is the sole general partner of Marketplace of Delray, Ltd., a Florida limited partnership (the "Partnership"), who upon being sworn, certifies, pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, that:

The amount of capital contributions to date of the limited partners of the Partnership is <u>-0-</u>.

The total amount contributed and anticipated to be contributed by the limited partners of the Partnership at this time totals  $\frac{100}{20}$ .

This  $\frac{29^{+4}}{29}$  day of May, 1998.

FURTHER AFFIANT SAYETH NOT.

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

MARKETPLACE OF DELRAY, LTD.

By: G.P. Marketplace of Delray, Inc., a Michigan corporation, General Partner

By: Donald L. Chasen, Vice President 98 JUN -9 PM