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VIA FEDERAL EXPRESS

May 22, 1998

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****210.00 *****87.50

Florida Department of State
Limited Partnership Section
409 East Gaines Street
Tallahassee, Florida 32399

Re: Executive Plaza of Cape Coral Limited Partnership
Golf Meadows Limited Partnership
Bali-Hai Limited Partnership
Royal Poinciana Limited Partnership
Our File No. 19630013

Dear Sir or Miss:

Enclosed, for filing, please find the original and one copy of the Certificate and Affidavit of Florida Limited Partnership for each of the above-referenced limited partnerships, together with our firm's checks payable to the Florida Department of State in the total sum of \$350.00, representing \$52.50 filing fee and \$35.00 Registered Agent designation for each.

Please acknowledge receipt of the foregoing by placing your receiving stamp on the enclosed copy of this letter and returning same to me. A stamped, self-addressed envelope is provided for your convenience.

Should you have any question regarding this matter, please do not hesitate to contact the undersigned.

Name	
Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verityer	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
W. P. Verityer	<i>[Signature]</i>

Sincerely,

KATZ, BARRON, SQUITERO, FAUST
& BERMAN, P.A.

Sue Zimmerman
Sue Zimmerman, Paralegal

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/sjz
enclosures
cc: Mr. James J. Smyrles
John R. Squitero, Esq.
William D. Rohrer, Esq.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 27, 1998

SUE ZIMMERMAN
2699 SOUTH BAYSHORE DRIVE, 7TH FLOOR
MIAMI, FL 33133-5408

SUBJECT: BALI-HAI LIMITED PARTNERSHIP
Ref. Number: W98000012062

We have received your document for BALI-HAI LIMITED PARTNERSHIP and your check(s) totaling \$210.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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: 898A00029719

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CERTIFICATE AND AFFIDAVIT OF FLORIDA LIMITED
PARTNERSHIP OF BALI-HAI PROPERTIES LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP

VIRGINIA A. SMYRLES (the "General Partner") hereby makes, acknowledges, and files this Certificate of Limited Partnership (the "Certificate") for BALI-HAI PROPERTIES LIMITED PARTNERSHIP, hereinafter referred to as the "Partnership".

1. Name of Partnership: The name of the Partnership is BALI-HAI PROPERTIES LIMITED PARTNERSHIP.

2. Mailing Address and Principal Place of Business of the Limited Partnership: The mailing address and principal place of business of the Limited Partnership is 5865 Southwest 119 Street, Miami, Florida 33156. The General Partner shall promptly give notice to the other Partners of any change of mailing address.

3. Name and Business Address of General Partner: The name and business address of the General Partner in the Partnership is as follows:

VIRGINIA A. SMYRLES
5865 Southwest 119th Street
Miami, Florida 33156

4. Effective Date: The Partnership will become effective upon the filing of this Certificate and shall terminate and dissolve no later than December 31, 2028.

5. Agent for Service of Process: The Agent for service of process on the Partnership shall be JAMES J. SMYRLES, 5865 Southwest 119th Street, Miami, Florida 33156.

6. Capital Contributions: The undersigned herewith affirms that the total amount of Capital Contributions which the Limited Partners shall contribute is One Thousand and no/100 (\$1,000.00) Dollars.

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7. Anticipated Additional Contributions: No additional contributions are anticipated, other than as set forth in paragraph 6.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and seal and swears to the foregoing as of the 19th day of May ~~1998~~, 1998, in accordance with Florida Statutes Section 620.108.

GENERAL PARTNER:

By: *Virginia A. Smyrles*
VIRGINIA A. SMYRLES

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared VIRGINIA A. SMYRLES, who is personally known to me ~~or who produced~~ as ~~identification.~~

SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this 20th day of ~~May~~, 1998.

[Signature]

Notary Public

Print Name of Notary

Serial Number

My Commission Expires:

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ACCEPTANCE BY REGISTERED AGENT

I hereby accept the appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed limited partnership named in the Certificate and Affidavit of Limited Partnership hereinabove set forth and do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in paragraph 5 of this Certificate.

Dated this 19th day of May, 1998.



JAMES J. SMYRLES
Registered Agent

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