



The UNITED STATES
CORPORATION
COMPANY

A98000002096

ACCOUNT NO. : 072100000032

REFERENCE : 952215 8739A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 87.50

ORDER DATE : September 4, 1998

ORDER TIME : 10:44 AM

ORDER NO. : 952215-005

CUSTOMER NO: 8739A

CUSTOMER: Jonathan Shepard, Esq
SIEGEL LIPMAN DUNAY & SHEPARD,
LLP
Suite 801
5355 Town Center Road
Boca Raton, FL 33486

100002633041--4

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98-SEP-9 PM 3:52

DOMESTIC FILING

NAME: GRAND PALM ASSOCIATES
LIMITED PARTNERSHIP

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: Cassandra Bryant

EXAMINER'S INITIALS:

MC 9/9/98

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 4, 1998

CASSANDRA BRYANT
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: GRAND PALM ASSOCIATES LIMITED PARTNERSHIP
Ref. Number: W98000020297

RESUBMIT
Please give original
submission ~~partnership~~ file date.

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DIVISION OF CORPORATIONS
98 SEP -9 PM 3:52

We have received your document for GRAND PALM ASSOCIATES LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

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 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: 498A00045486

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DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP

OF

**GRAND PALM ASSOCIATES AT BALEN ISLES LIMITED PARTNERSHIP
a Florida limited partnership**

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98 SEP -9 PM 3:52

The undersigned, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Section 620.108, Florida Statutes, hereby states the following:

1. The name of the Partnership is GRAND PALM ASSOCIATES AT BALEN ISLES LIMITED PARTNERSHIP
2. The street address of the office of the Partnership is 1000 Clint Moore Road, Suite 110, Boca Raton, Florida 33487.
3. The name and street address of the agent for service of process on the Partnership are Richard Finkelstein, 1000 Clint Moore Road, Suite 110, Boca Raton, Florida 33487.
4. The name and business address of the general partner are Kenco Communities at Grand Palm, Inc., 1000 Clint Moore Road, Suite 110, Boca Raton, Florida 33487. *pg 806071244*
5. The mailing address of the Partnership is Suite 110, 1000 Clint Moore, Boca Raton Florida 33487.
6. The latest date upon which the Partnership shall dissolve is December 31, 2003.
7. The effective date of this Certificate of Limited Partnership shall be on filing.

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 sole general partner of GRAND PALM ASSOCIATES AT BALEN ISLES LIMITED PARTNERSHIP, this 2nd day of September, 1998.

General Partner:

KENCO COMMUNITIES AT GRAND
PALM, INC.

By:

Richard Finkelstein

Richard Finkelstein, President

ACKNOWLEDGEMENT

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Pursuant to Section 620.105, Florida Statutes, the following is submitted:

Having been named to accept service of process for GRAND PALM ASSOCIATES AT BALLEEN ISLES LIMITED PARTNERSHIP, a Florida limited partnership, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations as set forth pursuant to applicable law.



Richard Finkelstein

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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98 SEP -9 PM 8:53

BEFORE ME, the undersigned, personally appeared Richard Finkelstein, President of Kenco Communities at Grand Palm, Inc., General Partner, constituting the sole general partner of Kenco Communities at Grand Palm Associates at Ballen Isles Limited Partnership, a Florida limited partnership, (herein after referred to as the "Partnership"), who states as follows:

1. The amount of capital contributions to the Partnership made by each limited partner as of the date of this Affidavit is NONE.

2. The amount of additional capital contributions anticipated to be contributed by each limited partner is NONE.

FURTHER AFFIANT SAYETH NOT.

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

KENCO COMMUNITIES AT GRAND
PALM, INC., General Partner

By:

Richard Finkelstein
Richard Finkelstein, President

Date: September 2, 1998

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 2nd day of September, 1998, by Richard Finkelstein, President of Kenco Communities at Grand Palm, Inc., a Florida corporation, on behalf of said corporation, who is personally known to me.

Judy L. Matthews-Gray
Notary Public



JUDY L. MATTHEWS-GRAY
My Commission CC449143
Expires Apr 24, 1999
Bonded by HAI
800-422-1555