

Law Offices of
KENNEDY & PYLE

R. Michael Kennedy P.A.

R. Michael Kennedy

Michael A. Pyle P.A.

Michael A. Pyle

**Florida Bar Certified Real Estate Specialist*

Trisha L. Dellinger

September 17, 1998

Florida Department of State
Division of Corporations
Attn: New Limited Partnership Filings
George Firestone Building
409 East Gaines Street
Tallahassee, Florida, 32399

300002643273--9
-09/18/98--01057--004
****157.50 ****157.50

Re: Premium Investment Group, Ltd.

Ladies and Gentlemen:

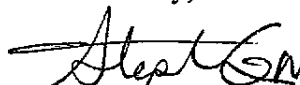
I am enclosing herewith an original and a copy of the Certificate of Limited Partnership, an Affidavit of Capital Contributions, and a Certificate of Designation of Registered Agent/Registered Office, for the above-named limited partnership. In addition, a check in the sum of \$157.50 is enclosed which represents the following fees:

Filing Fee	\$ 70.00
Certified Copy	\$ 52.50
Registered Agent Fee	\$ 35.00
Total	\$ <u>157.50</u>

FILED
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CLERK OF STATE
TALLAHASSEE, FLORIDA

Please file the original of the enclosed Certificate of Limited Partnership and other documents, and return a certified copy to the undersigned. Your prompt attention to this matter would be appreciated.

Sincerely,


Stephen G. Martin

Enclosures (5, including check)

A98-2194

Name	<i>AL 9-21</i>
Availability	<i>AL</i>
Document Examiner	<i>AL</i>
Updater	<i>AL</i>
Updater Verifier	<i>AL</i>
Acknowledgment	<i>AL</i>
W. P. Verifier	<i>AL</i>

**CERTIFICATE OF LIMITED PARTNERSHIP
OF**

Premium Investment Group, Ltd.

The undersigned, for the purpose of forming a limited partnership under the Florida Revised Uniform Limited Partnership Act, Florida Statutes Chapter 620, hereby executes the following Certificate of Limited Partnership.

I. NAME. The name of the Limited Partnership shall be: **Premium Investment Group, Ltd.** ("Partnership").

II. ADDRESS. The street address of the principal office of the Limited Partnership shall be 731 Park Ridge Circle, Port Orange, Florida 32127. The mailing address of the Limited Partnership shall be P.O. Box 291373, Port Orange, Florida 32129-1373.

III. DURATION. The Limited Partnership shall commence its existence on the date this Certificate of Limited Partnership is filed by the Florida Department of State. The Limited Partnership's existence shall terminate not later than December 31, 2009, unless the Partnership is earlier dissolved as provided in the Limited Partnership Agreement.

IV. REGISTERED OFFICE AND AGENT. The name of the registered agent of the Limited Partnership in the State of Florida is Stephen G. Martin, and the street address of the registered office of the Limited Partnership is 1265 W. Granada Blvd., Suite 1, Ormond Beach, Florida 32174.

V. GENERAL PARTNER. The name and address of the sole General Partner of the Limited Partnership is AtlanticBay Properties, Inc., 731 Park Ridge Circle, Port Orange, Florida 32127, a Florida corporation. The mailing address of the General Partner is P.O. Box 291373, Port Orange, Florida 32129-1373.

898-81353

IN WITNESS WHEREOF, the undersigned general partner has executed this Certificate of Limited Partnership on this 17th day of September, 1999.



Stephen G. Martin, President,
AtlanticBay Properties, Inc., General Partner

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
Premium Investment Group, Ltd.**

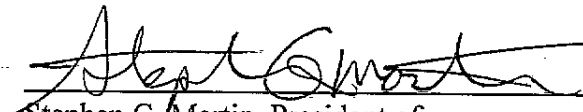
The undersigned, constituting the sole general partner of **Premium Investment Group, Ltd.**, deposes and says:

1. The amount of capital contributions to date of the limited partners is Ten Thousand Dollars (\$10,000.00).
2. The total amount of capital contributed and anticipated to be contributed by the limited partners at this time is Ten Thousand Dollars (\$10,000.00).

FURTHER AFFIANT SAYETH NAUGHT.


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.

Dated: September 17, 1997


Stephen G. Martin, President of
AtlanticBay Properties, Inc., General Partner

STATE OF FLORIDA
COUNTY OF VOLUSIA

SWORN TO AND SUBSCRIBED before me this 17th day of September, 1998, by **Stephen G. Martin**, President and a Director of the above-named partnership's General Partner, **AtlanticBay Properties, Inc.**, a Florida corporation, and who is personally known to me.


Notary Public, State of Florida



Michelle L. Hall
MY COMMISSION # CC718775 EXPIRES
February 22, 2002
BONDED THRU TROY FARM INSURANCE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

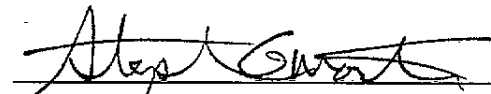
Pursuant to the provisions of Section 620.105, Florida Statutes, the undersigned limited partnership, organized under the laws of the State of Florida, submits the following Statement Designating Its Registered Agent/Registered Office in the State of Florida.

1. The name of the Limited Partnership is **Premium Investment Group, Ltd.**
2. The name and address of the registered agent and office are:

Stephen G. Martin 1265 W. Granada Blvd., Suite 1
Ormond Beach, Florida 32174

Having been named as registered agent and to accept service of process for the above stated limited partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

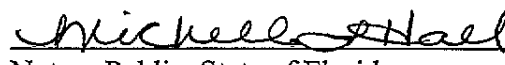
Dated: September 17th 1998



Stephen G. Martin, Registered Agent

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing was acknowledged before me, this 17th day of September, 1998, by **Stephen G. Martin**, who is personally known to me, as registered agent for **Premium Investment Group, Ltd.**, a Florida limited partnership.



Notary Public, State of Florida



Michelle L. Hall
MY COMMISSION # CC718775 EXPIRES
February 22, 2002
BONDED THRU TROY FAJN INSURANCE, INC.

FILED
98 SEP 18 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA