98000002285

072100000032 ACCOUNT NO. :

REFERENCE :

980982

October 1, 1998 ORDER DATE :

11:07 AM ORDER TIME :

980982-015 ORDER NO.

CUSTOMER NO:

7107883

W. Scott Callahan, Esq CUSTOMER:

STUMP STOREY & CALLAHAN, P.A.

37 North Orange Ave.

Suite 200

Orlando, FL 32801

NAME:

STAR-GLO ASSOCIATES LIMITE

PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

Angie Glisar CONTACT PERSON:

EXAMINER'S INITIALS:

900002653339--9



RECEIVED

Letter Number: 998A00049163

Secretary of State INVISION OF CORPORATION

FLORIDA DEPARTMENT QE STATEM 8: 38 Sandra B. Mortham

October 1, 1998

ANGIE GLISAR CSC NETWORKS TALLAHASSEE, FL

SUBJECT: STAR-GLO ASSOCIATES, LIMITED PARTNERSHIP

Ref. Number: W98000022480

We have received your document for STAR-GLO ASSOCIATES, LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$96.25. However, the document has not been filed and is being returned for the following:

Before this partnership can be filed, its general partner -- STAR-GLO REALTY CORP. -- must complete its incorporation process.,

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

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

CERTIFICATE OF LIMITED PARTNERSHIP

OF

STAR-GLO ASSOCIATES LIMITED PARTNERSHIP

This Certificate of Limited Partnership of Star-Glo Associates Limited Partnership (the "Limited Partnership") is being executed by the undersigned for the purpose of forming a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act.

- 1. The name of the Limited Partnership is Star-Glo Associates Limited Partnership.
- 2. The address of the registered office of the Limited Partnership in Florida is c/o Stump, Storey & Callahan, P.A., 37 North Orange Avenue, Suite 200, Orlando, Florida, 32801. The Limited Partnership's registered agent at that address is W. Scott Callahan, Esquire.
 - 3. The name and address of the sole general partner is:

NAME

ADDRESS

Star-Glo Realty Corp.

p9 8 0000 85038

c/o Michael E. Rosen Rosen Development Group, Inc. 550 Mamaroneck Avenue Harrison, NY 10528

4. The principal and mailing address of the Limited Partnership is:

c/o Star-Glo Realty Corp. c/o Rosen Development Group, Inc. 550 Mamaroneck Avenue Harrison, NY 10528

5. The Limited Partnership shall automatically dissolve on December 31, 2050 unless it is dissolved earlier than that.

IN WITNESS WHEREOF, the undersigned, constituting all of the general partners of the Partnership, have caused this Certificate of Limited Partnership, which shall become effective on August 11, 1998, to be due executed as of the 29 day of september, 1998.

STAR-GLO REALTY CORP., a Florida corporation, as its General Partner

Michael E. Rosen, as its President

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Star-Glo Realty Corp. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

W. Scott Callahan

Date: $\frac{9/30/98}{}$

[(lw)h:\1177\980475\ccrtlp]

STATE OF NEW YORK

COUNTY OF WESTCHESTER



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared MICHAEL E. ROSEN, President of STAR-GLO REALTY CORP., the sole general partner of STAR-GLO ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership (the "Partnership"), who upon being duly sworn, certified as follows:

- 1. The amount of capital contributions of the limited partners to date is \$_0__.
- 2. The total anticipated amount of the capital contributions of the limited partners is \$-0-.

Under the 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, to the best of my knowledge and belief.

GENERAL PARTNER

STAR-GLO REALTY CORP., a Florida corporation

Date: September 29, 1998

By: Whichael E. Rosen, as its President

Sworn to and subscribed before me this <u>29</u> day of September, 1998, by MICHAEL E. ROSEN, President of STAR-GLO REALTY CORP., as General Partner on behalf of STAR-GLO ASSOCIATES LIMITED PARTNERSHIP, a Florida limited partnership. He (check one) is personally known to me, is produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or is produced other identification, to wit:

IAMES SCHOEN
Notary Public, State of New York
No. 01SC5085625
Qualified in Westchester County
Commission Expires September 29, 19

Print Name:_

Notary Public - State of New York

Commission No.:

My Commission Expires:

[h:\1177\980475\affidav]