

A98000002426

CAPITAL CONNECTION INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-442-8062 • Fax (850) 222-1227

101 North Clematis Investors
LTD

100002670991--4
-10/23/98--01031--022
****385.00 ****148.75

file 3rd

BK
10/23/98

(5)

Signature

Requested by: CD 10-23-98 11:00
Name Date Time

Walk-In _____ Will Pick Up _____

- Art of Inc. File _____
- LTD Partnership File Oct
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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RECEIVED
98 OCT 23 AM 9:58
OFFICE OF SECRETARIES
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED
PARTNERSHIP OF
101 NORTH CLEMATIS INVESTORS, LTD.**

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The undersigned, desiring to form a limited partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, hereby states the following:

1. Name of Limited Partnership. The name of the limited partnership is:

101 North Clematis Investors, Ltd.
(the "Partnership")

2. Address of the Partnership. The office address of the Partnership is located at:

222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

3. Registered Agent and Office. The name and address of the registered agent of the Partnership for service of process pursuant to Section 620.105, Florida Statutes, are:

Regserv Corp.
222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

4. Name and Address of the General Partner. The name and address of the sole general partner of the Partnership are:

101 North Clematis Equity Investors, Ltd.
222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

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5. Mailing Address of the Partnership. The mailing address of the Partnership is:

222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

6. Effective Date of Limited Partnership. The effective date of the Partnership shall be the date it is filed with the Secretary of State of Florida.

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7. Dissolution of the Partnership. The latest date upon which the Partnership is to dissolve is December 31, 2098.

The execution of this Certificate of Limited Partnership by the undersigned sole General Partner of the Partnership constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership this 22nd day of October, 1998.

101 NORTH CLEMATIS EQUITY INVESTORS, LTD., a Florida limited partnership, its Sole General Partner

By: 101 NORTH CLEMATIS EQUITY CORPORATION, a Florida corporation, Sole General Partner

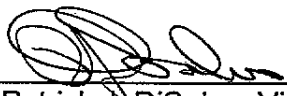
By: 
Patrick J. DiSalvo, Vice President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP, AT THE PLACE DESIGNATED IN NUMBER 3 OF THIS CERTIFICATE OF LIMITED PARTNERSHIP, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 22nd day of October, 1998.

REGSERV CORP.

By: 
Patrick J. DiSalvo, Vice President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

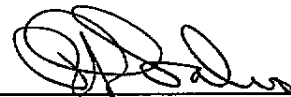
BEFORE ME, the undersigned notary public, personally appeared Patrick J. DiSalvo, Vice President of 101 North Clematis Equity Corporation, a Florida corporation, which is the sole general partner of 101 North Clematis Equity Investors, Ltd., a Florida limited partnership, which is the sole general partner of 101 North Clematis Investors, Ltd. (the "Partnership"), whose business address is 222 Lakeview Avenue, 17th Floor, West Palm Beach, FL 33401, who, upon being duly sworn, certified on behalf of the Partnership the following:

1. The amount of capital contributions to the Partnership made by the limited partners is \$10.00.
2. The amount anticipated to be contributed by the limited partners is \$1,000.00.

FURTHER AFFIANT SAYETH NOT:

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

Dated: October 22nd, 1998.



Patrick J. DiSalvo

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Sworn to and subscribed before me this 22nd day of October, 1998 by
Patrick J. DiSalvo, as Vice President of 101 North Clematis Equity Corporation, a Florida
corporation, on behalf of the corporation. Personally known or produced _____
_____ as identification.

NOTARY PUBLIC



Jacqueline M. Ruszenas
MY COMMISSION # CC627707 EXPIRES
April 16, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

(NOTARIAL SEAL)

02/47039

Sign: Jacqueline M. Ruszenas
Print: _____
State of Florida at Large
My commission expires: _____
Serial Number, if any: _____