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\* BOARD CERTIFIED IN FAMILY AND MARITAL LAW  
FELLOW, AMERICAN ACADEMY OF TRIAL LAWYERS  
CERTIFIED FAMILY LAW MEDIATOR

\* ESTATE PLANNING

October 21, 1998

VIA FEDERAL EXPRESS

Florida Secretary of State  
Attn: Limited Partnership Section  
409 East Gaines Street  
Tallahassee, Florida 32301

700002669777-4  
-10/22/98--01043--004  
\*\*\*\*148.75 \*\*\*\*148.75

RE: TAMEAST TEQUESTA, LTD.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Certificate of Limited Partnership, Acceptance of Registered Agent, and Affidavit of Capital Contribution for Tameast Tequesta, Ltd. along with our firm's check in the amount of \$148.75 for the following fees:

Filing of Certificate of Limited Partnership	\$52.50
Registered Agent Designation	\$35.00
Certified copy of Certificate of Limited Partnership	\$52.50
Certificate of Good Standing	\$ 8.75

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OCT 22 PM 4: 30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please return via Federal Express standard delivery, to this office using the enclosed addressed Federal Express package.

Should you have any questions, please telephone. Thank you.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

By: *Betsy Courant*  
Betsy Courant  
Paralegal

A98-2436

Name	<i>CR-1026</i>
Availability	
Document	<i>CR</i>
Examined	<i>CR</i>
Updater	<i>CR</i>
Updater Verifier	<i>CR</i>
Notary	<i>CR</i>
Witness	<i>CR</i>

/bc  
Enclosures

TAMEAST TEQUESTA, LTD.  
CERTIFICATE OF LIMITED PARTNERSHIP

In accordance with the Florida Revised Uniform Limited Partnership Act (1986) ("FRULP"), the undersigned, being all the General Partners (the "General Partners") of TAMEAST TEQUESTA, LTD., a limited partnership (the "Partnership"), formed pursuant to the Limited Partnership Agreement dated as of October \_\_, 1998(the "Partnership Agreement"), hereby certify as follows:

1. The name of the partnership is TAMEAST TEQUESTA, LTD.
2. The address of the record keeping office of the Partnership required by Section

620.105 of the FRULP to be maintained in this State is as follows:

2200 Corporate Blvd., N.W., Suite 401  
Boca Raton, Florida 33431

3. The name and address of the agent for service of process is as follows:

HCRM Corp.  
2200 Corporate Blvd., N.W., Suite 401  
Boca Raton, Florida 33431

4. The name and business address of each general partner is as follows:

Tameast, Inc. *898-88635*  
213-01 99th Avenue  
Queens Village, NY 11429

5. The mailing address for the Limited Partnership is:

213-01 99th Avenue  
Queens Village, NY 11429

6. The latest date upon which the Limited Partnership is to dissolve is January 1, 2028.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Acceptance of Registered Agent

HCRM CORP. hereby accepts the above appointment as registered agent of TAMEAST TEQUESTA, LTD. and acknowledges that it is familiar with the obligations of that position.

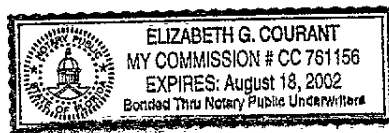
HCRM CORP.

By: *Joseph R. Cook*  
JOSEPH R. COOK, Vice President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me this 20 day of October, 1998, by JOSEPH R. COOK as Vice President of HCRM CORP., on behalf of said corporation, who is personally known to me.

*Elizabeth G. Courant*  
Notary Public  
My commission expires:



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR  
TAMEAST TEQUESTA, LTD.

STATE OF NEW YORK    )  
                                  ) ss:  
COUNTY OF                )

The undersigned, being duly sworn, deposes, certifies and states:


1.     The Limited Partners have made a capital contribution of \$980.
  
2.     It is not currently anticipated that the Limited Partners shall make any further capital contributions to the Partnership.

Under penalties of perjury, we declare that we have examined this affidavit, and to the best of our knowledge and belief it is true, correct and complete.

Dated: 10/16/98

GENERAL PARTNER:

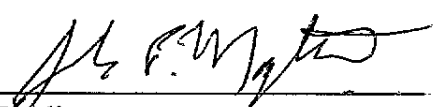
TAMEAST, INC.

By:   
Albert Paniccia, Jr., Its President

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF NEW YORK    )  
                                  ) ss:  
COUNTY OF QUEENS        )

The foregoing instrument was acknowledged before me this 16 day of October, 1998, by Albert Paniccia, Jr., President of Tameast, Inc., a Florida corporation, who produced \_\_\_\_\_ as identification or who is personally known to me and who did take an oath, on behalf of the corporation.

  
Notary Public  
My commission expires:  
Printed Name:

JOSEPH P. MAGLIATO  
Notary Public, State of New York  
No. 01MA4644709  
Qualified in Orange County  
Commission Expires May 31, 1999