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FAX #: (850) 922-4003

FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL,  
CONTACT: ~~LISA A. LANEUS~~ MARCI SHAFFER  
PHONE: (954) 761-2910

ACCT#: 076077000521

FAX #: (954) 764-4996

NAME: OSPREY COVE HOBE SOUND LIMITED PARTNERSHIP

AUDIT NUMBER.....H98000024347

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS...1

PAGES..... 46

CERT. COPIES.....1

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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

December 30, 1998

**MCCLOSKEY, SMITH, SCHUSTER & RUSSELL**  
**ATTN: MARCI SHAFER**

**SUBJECT: OSPREY COVE HOBE SOUND LIMITED PARTNERSHIP**  
**REF: W98000029229**

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Pursuant to section 620.108, Florida Statutes, an affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners must accompany the certificate of limited partnership. The affidavit must be signed by all general partners.

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) 487-6917.

Gretchen Harvey  
Corporate Specialist Supervisor

FAX Aud. #: H98000024347  
Letter Number: 198A00061053

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
OSPREY COVE HOBE SOUND LIMITED PARTNERSHIP**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership is Osprey Cove Hobe Sound Limited Partnership (the "Partnership").

2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is 222 Lakeview Ave., Suite 800, West Palm Beach, Florida 33401.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is Marvin Rosen at 222 Lakeview Ave., Suite 800, West Palm Beach, Florida 33401.

4. The name and business address of the General Partner of the Partnership is as follows:

**GENERAL PARTNER****BUSINESS ADDRESS**

Osprey Cove Florida, Inc.

222 Lakview Ave., Suite 800

West Palm Beach, Florida 33401

1998000107389

5. A mailing address for the Partnership is 222 Lakeview Ave., Suite 800, West Palm Beach, Florida 33401.

Prepared by: Michael H. Krul, Esq., FL Bar #0196954  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33301  
(954) 764-6660

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6. The latest date upon which the Partnership is to dissolve is December 31, 2048, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned, being the general partner of the Partnership, has duly executed this Certificate of Limited Partnership of Osprey Cove Hobe Sound Limited Partnership, this 29th day of December, 1998, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNER:

OSPREY COVE FLORIDA, INC.

By: Marvin S. Rosen  
Marvin Rosen, Incorporator

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Prepared by: Michael H. Krul, Esq., FL Bar #0196954  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33301  
(954) 764-6660

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**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of Osprey Cove Hobe Sound Limited Partnership, hereby accepts the appointment as such registered agent, and acknowledges that it is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act (1986).

DATED this 21<sup>st</sup> day of December, 1998.

  
Marvin Rosen, Registered Agent

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Prepared by: Michael H. Krul, Esq., FL Bar #0196954  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33301  
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**AFFIDAVIT DECLARING AMOUNT OF  
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF  
OSPREY COVE HOBE SOUND LIMITED PARTNERSHIP**

The undersigned, being the General Partner of Osprey Cove Hobe Sound Limited Partnership (the "Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$1,000.00. Additional capital contributions are anticipated to be made by the limited partner of \$5,000.00.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

**FURTHER AFFIANT SAYETH NOT.**

Under the 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.

SOLE

GENERAL PARTNER:

OSPREY COVE FLORIDA, INC.

By: Marvin S. Rosen  
Marvin Rosen, Incorporator

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