



THE UNITED STATES  
CORPORATION  
COMPANY

A99000000370

ACCOUNT NO. : 072100000032

REFERENCE : 161603 91578A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 9, 1999

ORDER TIME : 10:12 AM

ORDER NO. : 161603-005

CUSTOMER NO: 91578A

CUSTOMER: Deanna L. Marose, Legal Asst  
JAMES E. JACOBY, P.A.  
JAMES E. JACOBY, P.A.  
4300 Catalfumo Way

Plm Bch Gardens, FL 33410

400002799304--3  
-03/09/99--01054--010  
\*\*\*1837.50 \*\*\*1837.50

DOMESTIC FILING

NAME: MALL PROPERTIES, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR -9 PM 1:40

RECEIVED  
99 MAR -9 AM 10:40  
DIVISION OF CORPORATIONS

(4)

MR

3/9/99

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MALL PROPERTIES, LTD.

FILED  
STATE  
CLERK OF SUPERIOR COURT  
99 MAR -9 PM 1:40

1. The name of the partnership is MALL PROPERTIES, LTD.
2. The address of the Partnership's office is c/o Catalfumo Management and Investment, Inc., 4300 Catalfumo Way, Palm Beach Gardens, Florida 33410.
3. The name and address of the agent for service of process is CATALFUMO MANAGEMENT AND INVESTMENT, INC., 4300 Catalfumo Way, Palm Beach Gardens, Florida 33410.
4. The name and business address of the general partner is as follows:  
CATALFUMO MANAGEMENT AND INVESTMENT, INC.  
4300 Catalfumo Way  
Palm Beach Gardens, Florida 33410 m50406
5. A mailing address for the Limited Partnership is c/o CATALFUMO MANAGEMENT AND INVESTMENT, INC., 4300 Catalfumo Way, Palm Beach Gardens, Florida 33410.
6. The Limited Partnership shall be formed as of the date of filing hereof.
7. The latest date upon which the Limited Partnership is to dissolve is December 31, 2029.

This Certificate of Limited Partnership of MALL PROPERTIES, LTD. has been executed on the 8<sup>th</sup> day of March, 1999. By such execution, the general partner whose signature is set forth below hereby affirms, under penalties of perjury, that the facts stated herein are true.

GENERAL PARTNER:

CATALFUMO MANAGEMENT AND  
INVESTMENT, INC.  
a Florida corporation

By: 

Daniel S. Catalfumo  
President

AFFIDAVIT

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CLERK OF SUPERIOR COURT  
DIVISION OF CORPORATIONS  
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The undersigned, as general partner of MALL PROPERTIES, LTD. pursuant to Florida Statute Section 620.108(1) hereby attest to the following:

1. The Contribution of the initial limited partner of MALL PROPERTIES, LTD. is \$1,000.00.

2. The total amount anticipated to be contributed by the limited partners of MALL PROPERTIES, LTD. is \$4,500,000.00.

By its execution, the general partner whose signature is set forth below, hereby affirms, under the penalties of perjury that the facts stated herein are true.

GENERAL PARTNER:

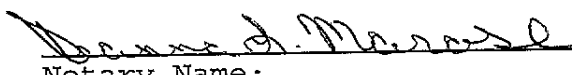
CATALFUMO MANAGEMENT AND  
INVESTMENT, INC.  
a Florida corporation

By: 

DANIEL S. CATALFUMO  
President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me this 5th day of March, 1999, by Daniel S. Catalfumo, as President of CATALFUMO MANAGEMENT AND INVESTMENT, INC. a Florida corporation, freely and voluntarily under authority duly vested in him by said corporation and that the seal affixed thereto is the true corporate seal of said corporation, and he is personally known to me, did not take an oath.

  
Notary Name: \_\_\_\_\_

Notary Public \_\_\_\_\_

Commission No. \_\_\_\_\_

My Commission Expires:

DEANNA L. MAROSE  
Notary Public, State of Florida  
My Commission Exp. SEPT. 9, 2000  
No. CC 699309

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for MALL PROPERTIES LTD., a Florida Limited Partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, we, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

CATALFUMO MANAGEMENT AND  
INVESTMENT, INC.

BY: 

Daniel S. Catalfumo, President

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