

Division of Corporations

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A99 000000699**Florida Department of State**Division of Corporations
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Katherine Harris, Secretary of State**Electronic Filing Cover Sheet****Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H99000010125 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**To:**Division of Corporations
Fax Number : (850) 922-4003**From:**Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.
Account Number : 076077000521
Phone : (954) 761-2910
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FLORIDA LIMITED PARTNERSHIP**Boca Eleven, Ltd.**

Certificate of Status	1
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Estimated Charge	\$148.75

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BOCA ELEVEN, LTD.**

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 Boca Eleven, Ltd. (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:

<u>GENERAL PARTNER</u>	<u>BUSINESS ADDRESS</u>
BOE, Inc.	222 Lakeview Ave., Suite 800 West Palm Beach, Florida 33401

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

Prepared by: Marvin S. Rosen, Esq., FL Bar #394660
Ruden McClosky, Et al.
222 Lakeview Ave., Suite 800
West Palm Beach, Florida 33401
(561) 838-4500

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6. The latest date upon which the Partnership is to dissolve is December 31, 2050, 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 Boca Eleven, Ltd., this 27th day of April, 1999, 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:

BOE, INC.

By:

Marvin S. Rosen
Marvin Rosen, Incorporator

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Prepared by: Marvin S. Rosen, Esq., FL Bar #394660
Ruden McClosky, Et al.
222 Lakeview Ave., Suite 800
West Palm Beach, Florida 33401
(561) 838-4500

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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 Boca Eleven, Ltd., 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 27th day of April, 1999.


Marvin Rosen, Registered Agent

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Prepared by: Marvin S. Rosen, Esq., FL Bar #394660
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**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
BOCA ELEVEN, LTD.**

The undersigned, being the General Partner of Boca Eleven, Ltd. (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 \$100.00. No additional capital contributions are anticipated to be made by the limited partners.

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.

GENERAL PARTNER:

BOE, INC.

By: Marvin S. Rosen
Marvin Rosen, Incorporator

Prepared by: Marvin S. Rosen, Esq., FL Bar #394660
Ruden McClosky, Et al.
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