

A99 00000 1350
LAW OFFICES
ARNOLD S. GOLDSTEIN & ASSOCIATES, P.A.

ARNOLD S. GOLDSTEIN*
NICOLE S. OFSTEIN**
OF COUNSEL:
DAVID B. MANDELL†

* ADMITTED IN MA ONLY
** ADMITTED IN FL ONLY
† ADMITTED IN CA AND NY ONLY

384 S. MILITARY TRAIL
DEERFIELD BEACH, FLORIDA 33442-3007
TELEPHONE: (954) 420-4990
FACSIMILE: (954) 698-0057
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PLEASE REPLY TO:
FLORIDA OFFICE

ONE BOSTON PLACE
FIFTH FLOOR
BOSTON, MA 02108
TEL: (617) 619-3638
FAX: (617) 619-3924

10 COLE STREET
LONDON, ENGLAND SE14YH
TEL: (071) 357-0367
FAX: (071) 357-0347

August 3, 1999

Secretary of State
Business Filing Division
409 E. Gaines St.
Tallahassee, FL 32399

200002951102--7
-08/05/99--01039--001
157.50 **70.00

W99-18238

Dear Madam:

Re: Palmer Development Enterprises Limited Partnership
with Windstar Services, Inc. (Nevada corporation)

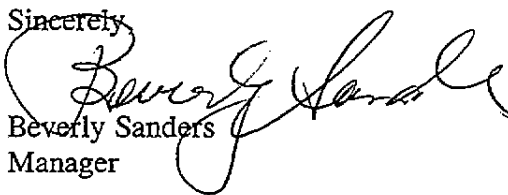
We enclose a check for \$157.50 to cover the following:

State filing fee for limited partnership:	\$ 87.50
Authorization for foreign corp. to do business in Florida:	<u>70.00</u>
Total:	\$157.50

We also enclose a Certificate of Existence for Windstar Services, Inc., and an application for this Nevada corporation to transact business in Florida.

Please file accordingly and return the certificate to the address above.

Sincerely,


Beverly Sanders
Manager

99 AUG 17 AM 9:16

FILED
SECRETARY OF STATE

unth

8/17

FF \$70.00

CERTIFICATE OF LIMITED PARTNERSHIP
DEVELOPMENT
PALMER ENTERPRISES LIMITED PARTNERSHIP

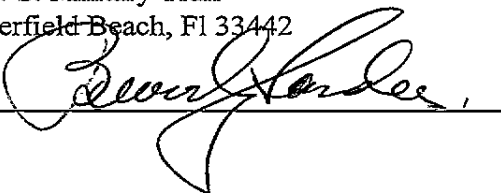
Name of Limited Partnership: DEVELOPMENT
PALMER ENTERPRISES Limited Partnership

Address of Limited Partnership: PMB 106
11924 Forest Hill Blvd. #22
Wellington, FL 33414

Name of Resident Agent: Beverly Sanders

Address of Resident Agent: 384 S. Military Trail
Deerfield Beach, FL 33442

Signature of Resident Agent:



Name and address of Each General Partner.


Windstar Services, Inc. 5300 W. Sahara Ave. #101, Las Vegas, NV 89126 F99-17221

Latest date upon which limited partnership is to dissolve: December 31, 2060

It is hereby declared that I am (we are) the person(s) who executed this Certificate of Limited Partnership, which execution is may (our) act and deed:

Windstar Services, Inc.

by:


General Partner

General Partner

General Partner

General Partner

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FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

PALMER DEVELOPMENT ENTERPRISES LIMITED PARTNERSHIP

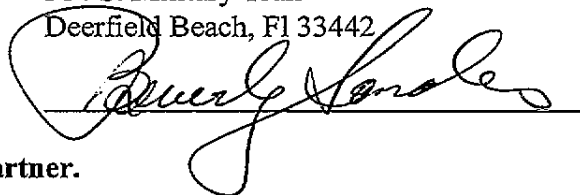
Name of Limited Partnership: Palmer Development Enterprises Limited Partnership

Address of Limited Partnership: PMB 106
11924 Forest Hill Blvd. #22
Wellington, FL 33414

Name of Resident Agent: Beverly Sanders

Address of Resident Agent: 384 S. Military Trail
Deerfield Beach, FL 33442

Signature of Resident Agent:




Name and address of Each General Partner.

Windstar Services, Inc. 5300 W. Sahara Ave. #101, Las Vegas, NV 89126

Latest date upon which limited partnership is to dissolve: December 31, 2060

It is hereby declared that I am (we are) the person(s) who executed this Certificate of Limited Partnership, which execution is may (our) act and deed:

Windstar Services, Inc.

by:  as V.P.
General Partner

General Partner

General Partner

General Partner

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of PALMER DEVELOPMENT ENTERPRISES Limited Partnership, a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$1,000.00.
The total amount contributed and anticipated to be contributed by the limited partners at this time is \$1,000.00.

Signed this 15 day of July, 1999...

FURTHER AFFLIANT SAYETH NOT

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

GENERAL PARTNER

Windstar Services, Inc.

by:

Shirley Curcio as V.P.

GENERAL PARTNER

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DEVELOPMENT
PALMER ENTERPRISES LIMITED PARTNERSHIP

Signed this 15 day of July, 1999.

Signature of all general partners:

Windstar Services, Inc.

by:

Sheila Cuccia as V.P.

General Partner

General Partner

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