

A99000001547

**Document Number Only**

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

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-09/23/99--01047--010  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

**CORPORATION(S) NAME**

14261 Associates, Ltd.

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input checked="" type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name \_\_\_\_\_  
Availability **MJH** \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

09/23/99

**FILE SECOND**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 23 PM 3:31

## CERTIFICATE OF LIMITED PARTNERSHIP

1. 14261 Associates, Ltd.  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 7500 Old Georgetown Road, Bethesda, MD 20814, Attention: Lawrence C. Nussdorf  
( Business address of Limited Partnership)
3. CT Corporation System  
(Name of Registered Agent for Service of Process)
4. c/o CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324  
(Florida street address for Registered Agent)
5. Connie Bryan **CONNIE BRYAN**  
**SPECIAL ASSISTANT SECRETARY**  
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 7500 Old Georgetown Road, Bethesda, MD 20814, Attention: Lawrence C. Nussdorf  
( Mailing Address of the Limited Partnership)

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7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2049

8. Name(s) of general partner(s):

Street address:

CEI Realty, Inc.

FQ3-5778

7500 Old Georgetown Road, 15<sup>th</sup> Floor  
Bethesda, MD 20814

9. This Certificate is being filed to resume and continue the existence and business of a Florida limited partnership of the same name set forth above, having Florida document number A17788 and Federal Employer Identification Number 59-2496378, whose limited partnership certificate was inadvertently canceled by the partnership on August 30, 1999 through a ministerial error. As stated in the certificate of cancellation filed on that date, the erroneous reason for cancellation was the limited partnership's intention to convert itself to a Florida limited liability company, an action that will not be authorized under Florida law until October 1, 1999, which is the effective date of ch. 99-315, Laws of Florida. Accordingly, since the purpose for cancellation stated in the filed certificate of cancellation was not then permitted or authorized under Florida law, dissolution of the partnership under F.S. s. 620.157 and cancellation of the partnership certificate under F.S. s. 620.113 was unauthorized and erroneous, and the partnership intends by this Certificate to revoke the cancellation of its partnership certificate, to reinstate its registration as a Florida limited partnership, and to continue its existence and business as the same legal partnership entity.

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 17<sup>th</sup> day of September, 1999 .

Signature of all general partners:

CEI Realty, Inc., the sole general partner

By: Lawrence C. Nussdorf  
Lawrence C. Nussdorf, President

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of 14261 Associates, Ltd.  
*a Florida Limited Partnership, certify:*

The amount of capital contributions to date of the limited partners is \$ 100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time  
totals \$ 100.00.

Signed this 17<sup>th</sup> day of September, 1999.

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the  
contents thereof and that the facts stated herein are true and correct.*

14261 ASSOCIATES, LTD.

By: CEI Realty, Inc., the sole general partner

By:   
Lawrence C. Nussdorf, President