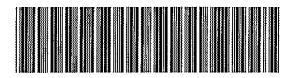
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PLEASE REPLY TO

BOCA RATON

ARTHUR W. THEORD, OF COUNSEL **

- © ALSO ADMITTED IN NEW YORK, NEW JERSEY AND DISTRICT OF COLUMBIA
- ALSO ADMITTED IN NEW YORK AND NEW JERSEY
- * ALSO ADMITTED IN NEW YORK, COLORADO, AND HAWAH
- ☐ ALSO ADMITTED IN MICHIGAN
- ** ALSO ADMITTED IN NEW YORK

September 24, 2003

Via Federal Express

Florida Department of State Division of Corporations Corporate Filings 409 E. Gaines Street Tallahassee, FL 32399

Re: Aranada Management Company;

Limited Partnership & Articles of Incorporation Filing

To Whom It May Concern:

Enclosed, please find the following submissions: (1) an original copy of the Articles of Incorporation for the formation of Aranda Management Company; (2) a duplicate of the Articles of Incorporation for Aranda Management Company; (3) a Certificate of Limited Partnership for the formation of Aranda Limited Partnership; and (4) an Affidavit of Capital Contributions, identifying Aranda Management Company as its general partner. Additionally, accompanying these submissions will be a check in the amount of \$218.75, which shall be individually broken down to cover the costs of:

- \$78.75 for the filing fee, a certified copy, and certificate of status for the formation of Aranda Management Company
- \$140.00 for the filing fee, a certified copy, and the designation of a registered agent for the formation of Aranda Limited Partnership

Florida Department of State September 24, 2003 Page 2

Thank you very much for your assistance in this matter. If you should have any questions pertaining to the formation of Aranda Management Company or Aranda Limited Partnership, please contact the number listed above.

Yours Truly,

LIBOW & MUSKAT LLP

Out the

David M. Adelstein, Esq.

DMA:rr

Enclosures

cc: William M. Shaheen, Esq.

FAE.H. Building\Estate Ping\Aranda\Ltd. Partnership\LP and Corp. cover letter.wpd

ARTICLES OF INCORPORATION

These ARTICLES OF INCORPORATION as made this 24 day of September, 2003, in formation of Aranda Management Company pursuant to Florida Statutes Chapter 607.

- <u>I. Name of Corporation.</u> The legal name of the corporation shall be Aranda Management Company.
- II. Principal Place of Business. The corporation's principal place of business and mailing address shall be as follows: 4227 North Lake Boulevard, Palm Beach Gardens, Florida, 33410.
- III. Corporate Purposes. The purpose of the Company shall be to invest in securities, real estate, and other income-producing assets, and to conduct any other investment or business activity not prohibited under the laws of the United States, the State of Florida, or any other State, as the case may be.
- IV. Shares of Capital Stock. The corporation's capital stock shall consist of a single class of common stock, and the corporation shall authorize 1,000 shares of such common stock.
- V. Initial Officers; By-Laws. Michael Aranda shall serve as the corporation's President. The shareholders alone shall adopt by-laws for the corporation.
- <u>VI. Registered Agent.</u> The registered agent of the corporation is as follows: William M. Shaheen, Esq., 3351 N.W. Boca Raton Blvd., Boca Raton, Florida 33431.

<u>VII. Incorporator.</u> The incorporator of the corporation is as follows: William M. Shaheen, Esq., 3351 N.W. Boca Raton Blvd., Boca Raton, Florida 33431.

Incorporator

Date

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Registered Agent

Date

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