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Florida Department of State
Division of Corporations
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To: Division of Corporations
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From: Account Name : WHITE & CASE
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA LIMITED PARTNERSHIP

CTA LAND HOLDINGS, LTD.

Certificate of Status	1
Certified Copy	1
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Estimated Charge	\$1,846.25

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
CTA LAND HOLDINGS, LTD.

The undersigned General Partner hereby forms a limited partnership pursuant to and in accordance with the Florida Revised Uniform Limited Partnership Act (Florida Statutes Section 620.101, et. seq.) as follows:

1. Name.

The name of the limited partnership (the "Partnership") is CTA LAND HOLDINGS, LTD.

2. Registered Office.

The registered office of the Partnership in the State of Florida is White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

3. Registered Agent.

The name and address of the registered agent of the Partnership for service of process on the Partnership in the State of Florida is K. Lawrence Gragg, White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

4. General Partner.

The name and business address of the General Partner is as follows:

CTA LAND HOLDINGS LLC
433 Plaza Real, Suite 335
Boca Raton, Florida 33432

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5. Mailing Address.

The mailing address of the Partnership is 433 Plaza Real, Suite 335, Boca Raton, Florida 33432.

6. Dissolution.

FROM W&C LLP MIAMI
FROM W&C LLP MIAMI

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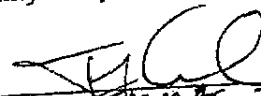
The latest date upon which the Partnership will dissolve is December 31,

2050.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of
Limited Partnership as of the 22 day of June, 2000.

GENERAL PARTNER:

CTA LAND HOLDINGS LLC, a Florida limited
liability company

By: 

Name: THOMAS J. CROCKER

Title: Member

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TALLAHASSEE, FLORIDA

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CERTIFICATE DESIGNATING REGISTERED AGENT

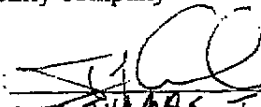
AND REGISTERED OFFICE

In compliance with Florida Statutes Section 620.192, the following is submitted:

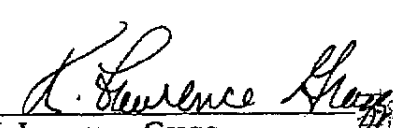
CTA LAND HOLDINGS, LTD., desiring to organize as a limited partnership under the laws of the State of Florida, has designated White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131, as its initial Registered Office and has named K. Lawrence Gragg, located at said address as its initial Registered Agent.

GENERAL PARTNER:

CTA LAND HOLDINGS LLC, a Florida limited liability company

By: 
Name: THOMAS J. CROCKER
Title: Member

Having been named Registered Agent for the above stated limited partnership, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 620.192 relative to keeping open said office.

By: 
K. Lawrence Gragg
Registered Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, Thomas J. Crocker, Member of CTA LAND HOLDINGS LLC, a Florida limited liability company, being the sole general partner of CTA LAND HOLDINGS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certified as follows:

1. The actual amount of capital contributions of the limited partners is \$999,900.00.
2. The total anticipated amount of the capital contributions of the limited partners is \$1,000,000.00.

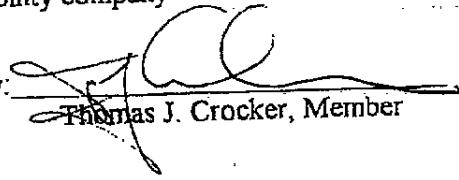
This 22 day of June, 2000.

FURTHER AFFIANT SAYETH NOT.

Under 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:

CTA LAND HOLDINGS LLC, a Florida limited liability company

By: 
Thomas J. Crocker, Member

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