

Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
Phone : (305) 789-3200
Fax Number : (305) 789-3395

FLORIDA LIMITED PARTNERSHIP

Third Street Partners, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	07
Estimated Charge	\$148.75

RECEIVED
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TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

THIRD STREET PARTNERS, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being General Partners of THIRD STREET PARTNERS, LTD., a Florida limited partnership (the "Partnership"), hereby executes and submits for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

THIRD STREET PARTNERS, LTD.

2. The office and principal place of business for the Partnership currently is:

2828 Coral Way, Penthouse Suite
Miami, Florida 33145

3. The name and address of the agent for service of process on the Partnership

are:

Roberto S. Rocha
2828 Coral Way, Penthouse Suite
Miami, Florida 33145

4. The names and addresses of the General Partners of the Partnership are:

TRG-BRN, LLC
2828 Coral Way, Penthouse Suite
Miami, Florida 33145

BO-MA, LLC
17152 Mandy Lynn Court
Boca Raton, Florida 33496

LEV-BRN, Inc.
7777 Glades Road, Suite 410
Boca Raton, Florida 33434

L-10008

L-9046

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TALLAHASSEE FLORIDA

5. The mailing address of the Partnership is:

2828 Coral Way, Penthouse Suite
Miami, Florida 33145

6. The latest date upon which the Partnership shall dissolve is December 31,

2050.
Filed by: J. Gerstenfeld, Corp. Legal Asst.
Stearns Weaver Miller, et al
150 West Flagler Street, Suite 2200
Miami, Florida 33130
T: 305-789-3545/F: 305-789-3395

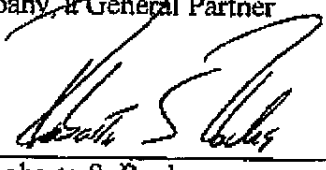
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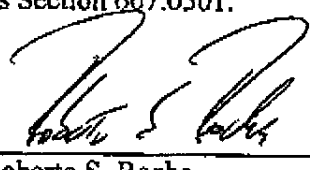
IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership of Third Street Partners, Ltd. as a General Partner, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: August 21, 2000

TRG-BRN, LLC, a Florida limited liability company, a General Partner

By: Roberto S. Rocha
Executive Vice President**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Roberto S. Rocha hereby accepts his appointment as registered agent for THIRD STREET PARTNERS, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: August 21, 2000
Roberto S. Rocha

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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership of Third Street Partners, Ltd. as a General Partner, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: September 6, 2000

BO-MA, LLC, a Florida limited liability company, a General Partner

By: Jane Yudell
Jane Yudell, President

Jon L. Doherty

NOTARY PUBLIC
STATE OF FLORIDA
JON L. DOHERTY
COMMISSION # CC 649116
EXPIRES MAY 20, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
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TALLAHASSEE FLORIDA

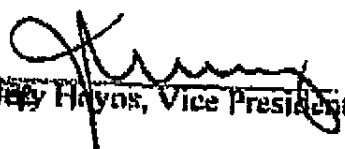
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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership of Third Street Partners, Ltd. as a General Partner, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: September 11, 2000

LEV-BRN, INC., a Florida corporation, a General Partner

By: 
Jeffrey Hayns, Vice President

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TALLAHASSEE FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

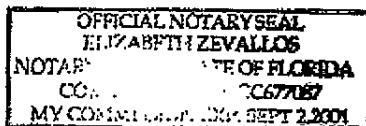
BEFORE ME, the undersigned authority, personally appeared Roberto S. Rocha, as Executive Vice President of TRG-BRN, LLC, a Florida limited liability company, as a General Partner of THIRD STREET PARTNERS, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$997.00.
2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

TRG-BRN, LLC, a Florida limited liability
company, a General Partner

By: *Roberto S. Rocha*
Roberto S. Rocha
Executive Vice President

The foregoing instrument was acknowledged before me this 21st day of August, 2000 by Roberto S. Rocha, as Executive Vice President of TRG-BRN, LLC, a Florida limited liability company, as a General Partner of Third Street Partners, Ltd., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Elizabeth Zevallos
Print & Stamp Name:
Notary Public, State of Florida at Large
Commission No.: CC677087
My Commission Expires: Sept. 2, 2001

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STATE OF FLORIDA
TALLAHASSEE

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF PALM BEACH

))
SS:

BEFORE ME, the undersigned authority, personally appeared Jane Yudell, as President of BO-MA, LLC, a Florida limited liability company, as a General Partner of THIRD STREET PARTNERS, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$997.00.

2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

BO-MA, LLC, a Florida limited liability company, a General Partner

By: Jane Yudell Pres.
Jane Yudell, President

The foregoing instrument was acknowledged before me this 6th day of Sept., 2000 by Jane Yudell as President of BO-MA, LLC, a Florida limited liability company, as a General Partner of Third Street Partners, Ltd., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.

[Signature]
Print or Stamp Name:
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires:

HW-C0325641003R12-ST.2CLP



JON L. DOHERTY
COMMISSION # CC 649116
EXPIRES MAY 20, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

00 SEP 11 PM 4:07
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

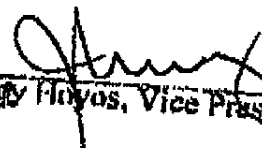
STATE OF FLORIDA

COUNTY OF PALM BEACH } SS:

BEFORE ME, the undersigned authority, personally appeared Jeffrey Hoyos, as Vice President of LEV-BRN, INC., a Florida corporation, as a General Partner of THIRD STREET PARTNERS, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$997,000.
2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

LEV-BRN, INC., a Florida corporation, a General Partner

By: 
Jeffrey Hoyos, Vice President

The foregoing instrument was acknowledged before me this 11th day of September, 2000 by Jeffrey Hoyos, as Vice President of LEV-BRN, INC., a Florida corporation, as a General Partner of Third Street Partners, Ltd., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Print or Stamp Name:
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires:

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TAMMSEE FLORIDA

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