

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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From: Account Name : FIELDSTONE LESTER SHEAR & DENBERG
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FLORIDA LIMITED PARTNERSHIP

Beach Club Associates, Ltd.

Certificate of Status	0
Certified Copy	1
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BEACH CLUB ASSOCIATES, LTD.**

This Certificate of Limited Partnership is prepared and filed in order to form a limited partnership in accordance with Section 620.108, Florida Statutes.

- 1. The name of the limited partnership is Beach Club Associates, Ltd.
- 2. The address of the office and the name and address of the agent for service of process on the limited partnership is:

Ronald R. Fieldstone
201 Alhambra Circle, Suite 601
Coral Gables, FL 33134

- 3. The name and business address of the sole general partner is:

Beach Club Associates, L.L.C.
16420 Collins Avenue
Miami Beach, FL 33160

L-11685

- 4. The mailing address for the limited partnership is:

16420 Collins Avenue
Miami Beach, FL 33160

- 5. The term of the limited partnership shall commence upon the filing of this Certificate with the Florida Department of State, and the latest date upon which the limited partnership is to dissolve is December 31, 2030.

The undersigned general partner has executed this Certificate of Limited Partnership this 25th day of Sept., 2000.

GENERAL PARTNER:

Beach Club Associates, L.L.C., a Florida limited liability company

By: Oceania Joint Venture, Member
By: Castaways Management, Inc., General Partner

By: h. h. h.

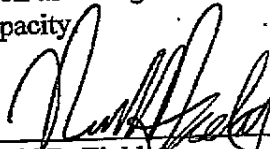
Name: Stephan W. Schenk
Title: Vice-President

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The undersigned accepts the foregoing designation as the agent for service of process on Beach Club Associates, Ltd., and agrees to act in that capacity


Ronald R. Fieldstone

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA §
 § SS
COUNTY OF MIAMI-DADE §

The undersigned, Stephan W. Schenk, as Vice-President of the Member of the sole general partner of Beach Club Associates, Ltd., a Florida limited partnership, being first duly sworn on oath, deposes and says:


1. That he is the _____ of Oceania Joint Venture, a Florida general partnership as Member of Beach Club Associates, L.L.C., a Florida limited liability company, and in that capacity has full authority to sign this Affidavit on behalf of the limited liability company.
2. That Beach Club Associates, L.L.C., a Florida limited liability company is the sole general partner of Beach Club Associates, Ltd., a Florida limited partnership.
3. That the amount of the capital contributions of the limited partner and the total amount anticipated to be contributed by the limited partner at this time is \$ 1,000.00.

FURTHER AFFIANT SAYETH NOT.

*of Castaways Management, Inc.,
General Partner

GENERAL PARTNER:

Beach Club Associates, L.L.C., a Florida limited liability company

By: Oceania Joint Venture, Member
By: Castaways Management, Inc., General Partner
By: 
Name: Stephan W. Schenk
Title: Vice-President

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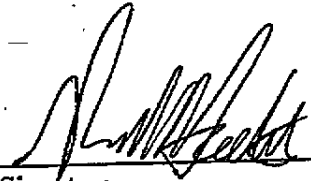
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STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority personally appeared Stephan W. Schenk, as Vice-President* of Oceania Joint Venture, as Member of Beach Club Associates, L.L.C., a Florida limited liability company, the sole general partner of Beach Club Associates, Ltd., a Florida limited partnership, who is personally known to me or who has produced _____ as identification and who did take an oath, acknowledged before me that he executed the foregoing instrument for the purposes herein expressed.

WITNESS MY HAND and official seal at Miami-Dade County, Florida, this 25th day of Sept., 2000.

*of Castaways Management, Inc.,
General Partner



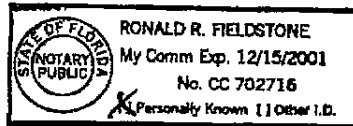
Signature

Ronald R. Fieldstone

Print (Notary's Name)
Notary Public, State of Florida

Notarial Seal:

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