

CCRS
103 N. MERIDIAN STREET, SUITE 300
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 12-15-00

REF. #: 0130, 13924

CORP. NAME: Ocean Three Limited Partnership

- () ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION
() ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME
() FOREIGN QUALIFICATION (X) LIMITED PARTNERSHIP () LIMITED LIABILITY
() REINSTATEMENT () MERGER () WITHDRAWAL
() CERTIFICATE OF CANCELLATION () UCC-1 () UCC-3
() OTHER: _____

STATE FEES PREPAID WITH CHECK# 9613 FOR \$ 140.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: 600003502636--2
-12/15/00--01076--025
****140.00 ****140.00

COST LIMIT: \$ _____

PLEASE RETURN:

- (X) CERTIFIED COPY () CERTIFICATE OF GOOD STANDING () PLAIN STAMPED COPY
() CERTIFICATE OF STATUS

Examiner's Initials

LP-87.50
CERT 52.50

BK
12/15

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
OCEAN THREE LIMITED PARTNERSHIP**

FILED
00 DEC 15 PM 5:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited partnership is **OCEAN THREE LIMITED PARTNERSHIP**.

2. The business address of the limited partnership is 2828 Coral Way, Penthouse 5, Miami, Florida 33143.

3. The name of the registered agent of the limited partnership is Angel Hernandez.

4. The Florida street address of the registered agent of the limited partnership is:

2828 Coral Way
Penthouse 5
Miami, Florida 33143

5. Having been named as registered agent and to accept service of process for the above stated limited partnership at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the obligations of its position as registered agent.


Angel Hernandez

6. The mailing address of the limited partnership is 2828 Coral Way, Penthouse 5, Miami, Florida 33143.

7. The latest date upon which the limited partnership is to be dissolved is December 31, 2050.

8. The name of the general partner of the limited partnership is TRG - Beach Three, Inc., a Florida corporation.

PO00000114773

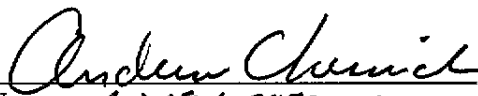
Under penalties of perjury, the undersigned declares that he has read the foregoing and knows the contents thereof and the facts stated herein are true and correct.

**OCEAN THREE LIMITED
PARTNERSHIP**

By Its General Partner

TRG - Beach Three, Inc.,
a Florida corporation

By:


Print Name: ANDREW CHESWICK
Title: V.P.

FILED
DEC 15 PM 3:37
CLERK OF STATE
TALLAHASSEE FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR OCEAN THREE LIMITED PARTNERSHIP**

FILED
00 DEC 15 PM 5:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned being the general partner of **OCEAN THREE LIMITED PARTNERSHIP**, a Florida limited partnership, certifies:

The amount of capital contributions to date of the limited partners is \$-0-

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$-0-

Executed this 12 day of DECEMBER, 2000.

FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury, the undersigned declares he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

**OCEAN THREE LIMITED
PARTNERSHIP**

By Its General Partner

TRG - Beach Three, Inc.,
a Florida corporation

By: Andrew Chesnick
Print Name: ANDREW CHESNICK
Title: V.P.