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CERTIFICATE OF LIMITED PARTNERSHIP

OF

GHG TANGLEWOOD LIMITED PARTNERSHIP

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, being desole General Partner of GHG TANGLEWOOD LIMITED PARTNERSHIP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

- 1. The name of the Partnership shall be GHG TANGLEWOOD LIMITED PARTNERSHIP.
- 2. The address of the office where records shall be kept shall be 120 Forbes Boulevard, Mansfield, MA 02048. The name and address of the registered agent for service of process is Brian J. McDonough, 150 West Flagler Street, Suite 2200, Miami, Florida 33130.
 - The name and the business address of the sole General Partner is:

 MOIDODDDD

 GHG TANGLEWOOD LLC, a Massachusetts limited liability company c/o Gatehouse Group, Inc.
 120 Forbes Blvd.

 Mansfield, MA 02048
- 4. The mailing address of the limited partnership is c/o Gatehouse Group, Inc., 120 Forbes Boulevard, Mansfield, MA 02048.
 - 5. The latest date upon which the Partnership is to dissolve shall be December 31, 2051.
- 6. This Agreement has been executed by the undersigned effective as of the 1244 day of January, 2001.

GENERAL PARTNER:

GHG TANGLEWOOD LLC, a
Massachusetts limited liability company
1 11 - 1

By: The Gatehouse froup, Inc., a Massachusetts corporation, its sole Manager

Marc S. Plonskier, President

By:

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for GHG TANGLEWOOD LIMITED PARTNERSHIP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that he is familiar with his statutory obligations as such.

by: _______

Dated this /2 day of January, 2001.

AFFIDAVIT

OF

CAPITAL CONTRIBUTIONS

The undersigned being the sole General Partner of GHG TANGLEWOOD LIMITED PARTNERSHIP and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of GHG TANGLEWOOD LIMITED PARTNERSHIP, with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$100.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER:

GHG TANGLEWOOD LLC, a Massachusetts limited liability company

By:

The Gatehouse Group, Inc., a Massachusetts corporation, its sole

Manager

Bv

Marc S. Plonskier, President

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF BRISTOL

The foregoing instrument was acknowledged before me this 2 day of January, 2001, by Marc S. Plonskier, as President of The Gatehouse Group, Inc., a Massachusetts corporation, the sole Manager of GHG TANGLEWOOD LLC, a Massachusetts limited liability company, the sole General Partner of GHG TANGLEWOOD LIMITED PARTNERSHIP, and who is personally known to me.

)

(Notary Seal)

TLP.wpd

Notary Public

My Commission Expires: 3/25/2005

Print, type or stamp name of

notary SARITA D. HAMPTON

G:\W-BJM\34877\031\CERT-LP.wpd