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FLORIDA LIMITED PARTNERSHIP

TRG Brickell Point Common, Ltd.

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

TRG - BRICKELL POINT COMMON, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of TRG - BRICKELL POINT COMMON, 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:
TRG - BRICKELL POINT COMMON, 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:
Angel A. Hernandez
2828 Coral Way, Penthouse Suite
Miami, Florida 33145
4. The name and address of the General Partner of the Partnership are:
TRG - BRICKELL POINT COMMON, INC.
2828 Coral Way, Penthouse Suite
Miami, Florida 33145
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, 2054.

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

DATED: December 6, 2004


TRG - BRICKELL POINT COMMON, INC.,
a Florida corporation, as General Partner

By: 
Angel A. Hernandez, Vice President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Angel A. Hernandez hereby accepts his appointment as registered agent for TRG - BRICKELL POINT COMMON, 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: December 6, 2004


Angel A. Hernandez

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF DADE

} SS:

BEFORE ME, the undersigned authority, personally appeared Angel A. Hernandez, as Vice President of TRG - BRICKELL POINT COMMON, INC., a Florida corporation, as General Partner of TRG - BRICKELL POINT COMMON, 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 \$99.00.
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 - BRICKELL POINT COMMON, INC.,
a Florida corporation, as General Partner

By: *Angel A. Hernandez*
Angel A. Hernandez, Vice President

The foregoing instrument was acknowledged before me this 6th day of December, 2004 by Angel A. Hernandez, as Vice President of TRG - Brickell Point Common, Inc., a Florida corporation, as General Partner of TRG - Brickell Point Common, 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.



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

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