

02/11/2005 19:37 FAX 2057893490
Division of Corporations

STEARNS WEAVER MILLER

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Florida Department of State
Division of Corporations
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To: Division of Corporations
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From: Account Name : STEARNS WEAVER MILLER, ET AL.
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DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

Postmaster Associates, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$148.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
POSTMASTER ASSOCIATES, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of POSTMASTER ASSOCIATES, 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:

Postmaster Associates, Ltd.
2. The office and principal place of business for the Partnership currently is:

7483 S.W. 24th Street, Suite 209
Miami, Florida 33155
3. The name and address of the agent for service of process on the Partnership are:

Brian J. McDonough
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33155
4. The name and address of the General Partners of the Partnership are:

Postmaster GP, Inc.
7483 S.W. 24th Street, Suite 209
Miami, Florida 33155
5. The mailing address of the Partnership is:

7483 S.W. 24th Street, Suite 209
Miami, Florida 33155
6. The latest date upon which the Partnership shall dissolve is December 31, 2055.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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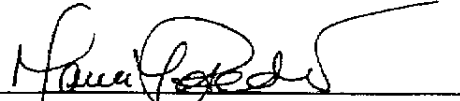
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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: February 11th, 2005

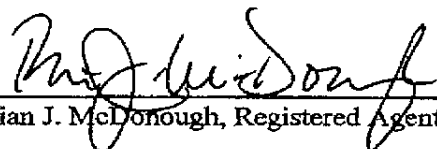
POSTMASTER GP, INC., a Florida corporation, its sole General Partner

By: 
Name: Maria de Pedro-Gonzalez
Title: Executive Director

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian McDonough hereby accepts his appointment as registered agent for Postmaster Associates, 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: February 2, 2005


Brian J. McDonough, Registered Agent

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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

BEFORE ME, the undersigned authority, personally appeared Maria de Pedro-Gonzalez, as Exec. Director of Postmaster GP, Inc., a Florida corporation, as General Partner of Postmaster Associates, 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 \$99.90.

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.

POSTMASTER GP, INC., a Florida corporation, as General Partner

By: [Signature]
Name: Maria de Pedro-Gonzalez
Title: Executive Director

The foregoing instrument was acknowledged before me this 11th day of February, 2005 by Maria de Pedro Gonzalez, as Exec. Director of Postmaster GP, Inc., a Florida corporation, as the sole General Partner of Postmaster Associates, 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:

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Lourdes Cebalero
My Commission DD308287
Expires March 30, 2006

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TALLAHASSEE, FLORIDA

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