

APR 05-2005 (TUE) 17:28 CARLTON FIELDS .001005
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FLORIDA LIMITED PARTNERSHIP

Clairemat Real Property Investments, Ltd.

Certificate of Status	0
Certified Copy	1
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**CERTIFICATE OF LIMITED PARTNERSHIP OF
CLAIREMAT REAL PROPERTY INVESTMENTS, LTD.,
a Florida limited partnership**

The undersigned, as the sole general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620 of the Florida Statutes, hereby states the following:

**ARTICLE I.
Name of the Limited Partnership**

The name of the Limited Partnership is as follows:

CLAIREMAT REAL PROPERTY INVESTMENTS, LTD.

**ARTICLE II.
Address of the Limited Partnership**

The address of the office of the Limited Partnership is as follows:

1111 Crandon Blvd. A202
Key Biscayne, FL 33149

**ARTICLE III.
Registered Agent and Registered Office**

The name and address of the agent for service of process on the Limited Partnership is as follows:

CFRA, LLC
Corporate Center Three at International Plaza
4221 W. Boy Scout Boulevard, 10th Floor
Tampa, Florida 33607-5736

**ARTICLE IV.
General Partner**

The name and business address of the sole general partner is as follows:

Clairemat Real Property Investments, Inc.
1111 Crandon Blvd. A202
Key Biscayne, FL 33149

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ARTICLE V.

Mailing Address of the Limited Partnership

The mailing address of the Limited Partnership is as follows:

1111 Crandon Blvd. A202
Key Biscayne, FL 33149

ARTICLE VI.


Term of the Limited Partnership

The term for which the Limited Partnership is to exist is until December 31, 2055, unless sooner dissolved by written consent.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of CLAIREMAT REAL PROPERTY INVESTMENTS, LTD. as of the 4 day of April, 2005.

General Partner:

CLAIREMAT REAL PROPERTY
INVESTMENTS, INC.

By: 
Eileen Trautman, Incorporator

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for CLAIREMAT REAL PROPERTY INVESTMENTS, LTD., a Florida limited partnership (the "Limited Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Limited Partnership, hereby agrees to accept service of process for the Limited Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

Dated as of April 4, 2005.

CFRA, LLC

By: 
Eileen Trautman, Authorized Representative

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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

The undersigned, Eileen Trautman, President of CLAIREMAT REAL PROPERTY INVESTMENTS, INC., being first duly sworn, certifies as follows:

1. The undersigned is the sole general partner of CLAIREMAT REAL PROPERTY INVESTMENTS, LTD., a Florida limited partnership, hereinafter referred to as the "Limited Partnership."

2. The amount of capital contributions contributed by the initial limited partners is \$100.00.

3. The amount of capital contributions anticipated to be contributed by the initial limited partners is in excess of \$250,000.00.

Under penalties of perjury the undersigned declares that he has read the foregoing and the facts alleged are true, to the best of his knowledge and belief.

General Partner

CLAIREMAT REAL PROPERTY INVESTMENTS, INC.

By: [Signature]
Eileen Trautman, Incorporator

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SWORN TO AND SUBSCRIBED before me as of the 4th day of April 2005, by Eileen Trautman, Incorporator of CLAIREMAT REAL PROPERTY INVESTMENTS, INC., as the General Partner for CLAIREMAT REAL PROPERTY INVESTMENTS, LTD., a Florida limited partnership, who is personally known to me or who has produced _____ as identification.



NOTARY PUBLIC:
Sign: [Signature]
Print: _____

State of Florida
My Commission Expires: