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SUNRISE COMMONS, LTD.

Certificate of Status	0
Certified Copy	1
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SUNRISE COMMONS, LTD.**

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the sole General Partner of Sunrise Commons, 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:

SUNRISE COMMONS, LTD.

2. The mailing address and street address of the Partnership currently is:

1666 Kennedy Causeway, Suite 505
North Bay Village, Florida 33141

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 33130


4. The name and address of the General Partner of the Partnership are:

Sunrise Commons, LLC
1666 Kennedy Causeway, Suite 505
North Bay Village, Florida 33141

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as General Partner, pursuant to the provisions of Section 620.1204 of the Florida Revised Uniform Limited Partnership Act of 2005.

DATED: January 24, 2007

~~SUNRISE COMMONS, LLC~~, a Florida limited liability company

By: 
Name: Francesca Riva
Title: Vice President

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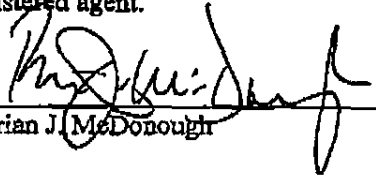
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107-9027

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Brian J. McDonough, hereby accepts my appointment as registered agent for Sunrise Commons, Ltd., a Florida limited partnership. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: January 24, 2007



Brian J. McDonough

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