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A96000001643



PROFESSIONAL LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 075287 134758A

AUTHORIZATION : *Patricia Pujate*

COST LIMIT : \$ 140.00

RECEIVED
96 SEP -5 AM 10:04
DIVISION OF CORPORATION

ORDER DATE : September 5, 1996

ORDER TIME : 9:37 AM

ORDER NO. : 075287

CUSTOMER NO: 134758A

600001939536

CUSTOMER: Theodore J. Klein, Esq
THEODORE J. KLEIN, ESQ

Suite 301
16855 N. E. 2nd Avenue
N. Miami Beach, FL 33162

FILED
96 SEP -5 AM 11:21
SECRETARY OF STATE
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: HOTEL EDISON, LTD.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

7/5/96
PJL

CERTIFICATE OF LIMITED PARTNERSHIP
OF
HOTEL EDISON, LTD.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
SEP - 5 AM 11:21

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, and §620.108 of the Florida Statutes, the undersigned, being the sole General Partner of HOTEL EDISON, LTD., hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is:

HOTEL EDISON, LTD.

2. The business address and the mailing address of the limited partnership is 900 Bay Drive, Suite L-9, Miami Beach, Florida, 33141.
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is Theodore J. Klein.
4. The Florida street address for the registered agent is:
16855 N.E. 2 Avenue, Suite 301
North Miami Beach, Florida 33162
5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of HOTEL EDISON, LTD., at the place designated in this Certificate of Limited Partnership of HOTEL EDISON, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.


Theodore J. Klein

Dated: September 4, 1996

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

EDISON HOTEL MANAGEMENT, INC.
900 Bay Drive, Suite L-9
Miami Beach, Florida 33141

P96000073452

7. The latest date upon which the limited partnership is to dissolve is December 31, 2025.

IN WITNESS WHEREOF, The Sole General Partner has executed the foregoing Certificate of Limited Partnership on the 7th day of September, 1996 in accordance with §620.14 of the Florida Statutes.

EDISON HOTEL MANAGEMENT, INC.,
a Florida corporation, as
general partner

BY: [Signature]
Steven Zvi Levinson,
President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 11 1996
AM 11:21

AFFIDAVIT

THE UNDERSIGNED, constituting all of the general partners of HOTEL EDISON, LTD., a Florida Limited Partnership, hereby certify as follows:

1. The amount of capital contributions to date of the limited partners is: \$0.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

EDISON HOTEL MANAGEMENT, INC.,
a Florida corporation, as
general partner

BY: [Signature]
Steven Zvi Levinson,
President

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