A9800001760

CSC THE UNITED STATES CORPORATION

ACCOUNT NO.: 07210000032

REFERENCE :

COST LIMIT :

901819

4311473

AUTHORIZATION

1000000

ORDER DATE : July 23, 1998

ORDER TIME: 9:59 AM

ORDER NO. : 901819-010

CUSTOMER NO: 4311473

CUSTOMER: Ms. Sandra Zogby

STEARNS WEAVER MILLER WEISSLER

ALHADEFF & SITTERSON, P.A. Museum Tower, Suite 2200 150 West Flagler Street

Miami, FL 33130

DOMESTIC FILING

JUBILEE COURTYARDS ASSOCIATES,

LTD.

400002596274--3

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY

NAME:

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP

OF

JUBILEE COURTYARDS ASSOCIATES, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being all of the General Partners of JUBILEE COURTYARDS ASSOCIATES, LTD., a Florida limited partnership (the "Partnership"), hereby execute and submit 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:

JUBILEE COURTYARDS ASSOCIATES, LTD.

2. The office and principal place of business for the Partnership currently is:

2937 S.W. 27th Avenue Suite 303 Miami, Florida 33133

3. The name and address of the agent for service of process on the Partnership is:

Patricia K. Green

2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

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

(1798TCG Jubilee, Inc. 2937 S.W. 27th Avenue Suite 303 Miami, Florida 33133

Jubilee/Courtyards, Inc. 2828 Coral Way Suite 303 Miami, Florida 33145

5. The mailing address of the Partnership is:

2937 S.W. 27th Avenue Suite 303 Miami, Florida 33133

- 6. The latest date upon which the Partnership shall dissolve is December 31, 2048.
- 7. This certificate may be executed in counterparts by the general partners, each of which shall be an original and all of which, taken together, shall constitute a single instrument.

IN WITNESS WHEREOF, the undersigned have 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: July 21-5, 1998

TCG JUBILEE, INC., a Florida corporation, as general partner

By:

JUBILEE COURTYARDS, FINC. a Florida not-for protit corporation, as general partner

By:____

Francis Gudorf President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Patricia K. Green hereby accepts her appointment as registered agent for JUBILEE COURTYARDS ASSOCIATES, LTD., a Florida limited partnership and states that she is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: July \mathcal{U} , 1998

Patricia K. Green

- 6. The latest date upon which the Partnership shall dissolve is December 31, 2048.
- 7. This certificate may be executed in counterparts by the general partners, each of which shall be an original and all of which, taken together, shall constitute a single instrument.

IN WITNESS WHEREOF, the undersigned have 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: July 21^{sr} , 1998

TCG JUBILEE, INC., a Florida corporation, as general partner

Lloyd Boggio
President

JUBILEE COURTYARDS, INC., a Florida not-for-profit corporation, as general partner

Francis Gudorf

Vice President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Patricia K. Green hereby accepts her appointment as registered agent for JUBILEE COURTYARDS ASSOCIATES, LTD., a Florida limited partnership and states that she is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: July , 1998

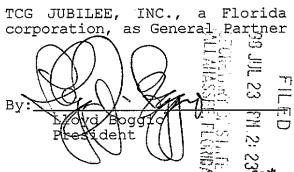
Patricia K. Green

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE	OF 3	FLORIDA)			
			,)	SS:	÷ .	-
COUNTY	OF	DADE)		-	

BEFORE ME, the undersigned authority, personally appeared Lloyd Boggio as President of TCG JUBILEE, INC., a Florida corporation, as General Partner of JUBILEE COURTYARDS ASSOCIATES, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

- The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.00.
- 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.



The foregoing instrument was acknowledged before me this day of July, 1998 by Lloyd Boggio as President of TCG JUBILEE, INC., a Florida corporation, as General Partner of JUBILEE COURTYARDS ASSOCIATES, LTD., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did take an oath.



Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

SS:

COUNTY OF DADE

Vice

BEFORE ME, the undersigned authority, personally appeared Francis Gudorf as President of JUBILEE COURTYARDS, INC., a Flogida not-for-profit corporation, as General Partner of JUBILEE COURTYARDS ASSOCIATES, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

- The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.00.
- 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.

JUBILEE / COURTYARDS, INC., a Florida not-for-profit . corporation, as General Partner

Francis Gudorf

Vice President

Vice The foregoing instrument was acknowledged before me this 20+4 day of July, 1998 by Francis Gudorf as President of JUBILEE/COURTYARDS, INC., a Florida not-for-profit corporation, as General Partner of JUBILEE COURTYARDS ASSOCIATES, LTD., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did take an oath.

> Douglas R Mayer ★My Commission CC664996 Expires July 20, 2001

Print or Stamp Name: V

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

G:\W-PKG\34756\010\CERTIF.LTD