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April 6, 1999

00789-00524-00671

VIA FEDERAL EXPRESS
Secretary of State
Division of Corporations
The Capitol
409 E. Gaines Street
Tallahassee, FL 32399

Re: Airport Investment Partnership, Ltd.

Gentlemen:

Name	
Availability	
Document Examiner	
Updater	
Under Verifier	
Acknowledgment	
V. P. Verifier	

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-04/07/99--01045--002
***1837.50 ***1837.50

Please find enclosed a Certificate of Limited Partnership and Affidavit for the above-referenced limited partnership. We federal expressed on Friday, April 3, 1998 to the Secretary of State the corporations to be formed for 89 Airport Corp. and Airport Investment Corp. and asked that they be filed on Monday, April 5, 1999.

A check in the amount of 1,837.50 payable to the Secretary of State is enclosed to cover the \$1,750.00 filing fee, the \$52.50 fee for the certified copy, and the \$35.00 Registered Agent fee for the limited partnership.

Please Federal Express the certified copy of the limited partnership back to me. I have enclosed a return Federal Express envelope.

If you encounter any problems with the filing, please telephone me immediately.

Sincerely yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By Larry B Alexander
Larry B. Alexander

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Enclosures

Larry Alexander GAVE
AUTHORIZATION BY PHONE TO
CORRECT Affidavit
DATE 4/12/99
DOC. EXAM MTH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR - 7 PM 3:46

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, in order to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Sections 620.101, et seq. of the Florida Statutes, do hereby certify:

1. The name of the limited partnership is Airport Investment Partnership, Ltd.;
2. The address of the office of the partnership is 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401;
3. The name of the agent for service of process is Larry B. Alexander, Esquire, Jones, Foster, Johnston & Stubbs, P.A., whose address is 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401;
4. The name of the general partner is Airport Investment Corp., whose business address is 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401;
5. The mailing address for the limited partnership is 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401;
6. The latest date upon which the limited partnership is to dissolve is thirty-five (35) years from the filing of this Certificate;
7. This certificate is effective upon filing.

The undersigned affirms under penalties of perjury that the facts stated herein are true.

AIRPORT INVESTMENT CORP.,

By: Tracy Lowrey Lenehan
Tracy Lowrey Lenehan, Vice President

The undersigned hereby accepts his appointment as agent for service of process.

Larry B. Alexander

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -7 PM 3:46

AFFIDAVIT

The undersigned, Tracy Lowrey Lenehan, Vice President of Airport Investment Corp., the general partner of Airport Investment Partners, Ltd., being duly sworn, does hereby depose and say:

1. I am over the age of eighteen (18) years and believe in the obligation of an oath.
2. The limited partners anticipate contributing property to the partnership having a fair market value of Ten Million Dollars (\$10,000,000.00). No further contributions by the limited partners are anticipated. The limited partners have made no contributions to date.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this ____ day of April, 1999.

AIRPORT INVESTMENT CORP.

By: Tracy Lowrey Lenehan
Tracy Lowrey Lenehan, Vice President

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was sworn to, subscribed and acknowledged before me this 4th day of April, 1999 by Tracy Lowrey Lenehan, as Vice President of Airport Investment Corp., who is personally known to me.

(Notary Seal)

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Valerie J. Krieg
Notary Public
Print Name
My commission expires: _____

VALERIE J. KRIEG
Notary Public, State of Florida
My Commission Expires July 17, 2002
Commission No. CC 759550