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SJK

FOREIGN LIMITED PARTNERSHIP

1515 FLAGLER PROPERTY LP

Certificate of Status	1
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Page Count	045
Estimated Charge	\$1,793.75

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 20, 2004

RESUBMIT

CORPORATION SERVICE COMPANY

SUBJECT: 1515 FLAGLER PROPERTY LP
REF: W04000007415

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

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TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. 1515 FLAGLER PROPERTY LP (Name of limited partnership as it is in the home state)

2. 1515 FLAGLER PROPERTY LP LTD (If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. DELAWARE (State of Formation) 4. FEBRUARY 18, 2004 (Date of Formation)

5. DEAN VEGOSEN (Name of Registered Agent for Service of Process)

6. c/o BOOSE CASEY CIKLIN, et al, 1515 N. FLAGLER DRIVE, 18TH FLOOR (Street Address of Registered Office)

WEST PALM BEACH, Florida 33401 (City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

[Handwritten Signature] (Agent must sign on this line)

8. DELAWARE CORPORATE SERVICES INC.

222 DELAWARE AVENUE, WILMINGTON, DELAWARE 19801 (Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

1515 FLAGLER GP LLC, 450 SEVENTH AVENUE, 45TH FLOOR

M04-746 NEW YORK, NEW YORK 10123

10. 450 SEVENTH AVENUE, 45TH FLOOR, NEW YORK, NEW YORK 10123 (Office where Names, Addresses and Contributions of Limited Partners are kept)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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12 450 SEVENTH AVENUE, 45TH FLOOR
NEW YORK, NEW YORK 10123
(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 19th day of February, 2004.
By: 1515 Flagler GP LLC
GHS 520 8th Avenue LLC
By: Ivor Braka, Managing Member

STATE OF FL

COUNTY OF Dade

On this 19th day of February, 2004

1515 Flagler GP LLC, By: GHS 520 8th Avenue LLC personally appeared before me,
By: Ivor Braka, Managing Member

- who is personally known to me
- whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)
My Commission DD133472
Expires July 11, 2006
(Notary's Printed Name)

Seal My Commission Expires: 7-11-06

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TALLAHASSEE FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Ivor Braka, on behalf of 1515 Flagler Partner LLC, the sole
General partner of 1515 Flagler Property LP, a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 7,425,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of
transacting business in Florida is \$ 7,425,000.00

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and
that the facts stated herein are true and correct.

Signed this 19th day of February, 2004

1515 Flagler GP LLC
By: GHS 520 4th Avenue LLC
By: [Signature]
General Partner
Ivor Braka, Managing Member

STATE OF Fl

COUNTY OF Dade

On this 19th day of February, 2004

Ivor Braka, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

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[Signature]
(Notary Public Signature)
My Commission 00133812
Expires July 11, 2008
(Notary's Printed Name)

Seal My Commission Expires: 7-11-08