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December 8, 2004

VIA FEDERAL EXPRESS

Division of Corporations
Secretary of State
409 E. Gaines Street
Tallahassee, Florida 32399

RE: Weitzer/Kislak Sawgrass Limited Partnership, LLLP

Dear Sir/Madam:

Enclosed please find our application by Foreign Limited Partnership for Authorization to Transact Business in Florida for the above referenced entity for filing. We have also enclosed a check in the amount of \$1,837.50. This amount should cover the maximum filing fee of \$1,785.00 and the requested certified copy fee of \$52.50.

A pre-addressed Federal Express envelope has been provided for the your convenience.

If you should have any questions, please feel free to contact me directly at (305) 529-8794.

Sincerely,


Diana M. Irizarry
Legal Assistant

Enclosures

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

1. The name of the limited partnership (which has elected limited liability limited partnership status with the Secretary of State of the State of Delaware) is Weitzer/Kislak Sawgrass, LLLP, a Delaware limited liability limited partnership (the "Partnership"). The Partnership is registering to transact business in Florida under the name Weitzer/Kislak Sawgrass Limited Partnership, LLLP.

2. The Partnership was established under the laws of the State of Delaware on October 28, 2004.

3. The address of the Florida registered office of the Partnership is:

201 Alhambra Circle, Suite 601
Coral Gables, Florida 33134-5199;

and the name and address of its agent for service of process in Florida are:

Ronald R. Fieldstone, Esq.
Fieldstone Lester Shear & Denberg
201 Alhambra Circle
Suite 601
Coral Gables, Florida 33134-5199

4. The name and business address of the sole general partner of the Partnership are:

Weitzer Sawgrass GP, LLC,
a Florida limited liability company
c/o Weitzer Corporation
4350 Oakes Road, Suite 516
Davie, Florida 33314.

W04-78278

5. The registered office of the Partnership in its state of formation is:

c/o The Corporation Trust Company
The Corporation Trust Center
1209 Orange Street
Wilmington, Delaware 19801.

6. The mailing address and principal office for the Partnership are:

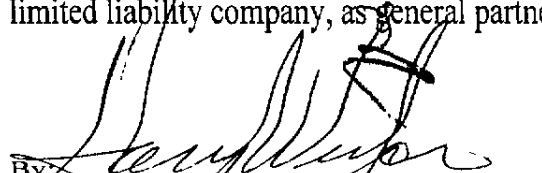
4350 Oakes Road, Suite 516
Davie, Florida 33314.

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7. The Partnership will undertake to keep the records listing the addresses and capital contributions of the limited partners at its principal office until the Partnership's registration in Florida is cancelled or withdrawn.

IN WITNESS WHEREOF, this Application by Foreign Limited Partnership has been executed in the name and on behalf of the undersigned sole general partner of the Partnership as of the 22 day of November, 2004.

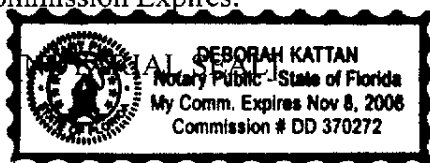
Weitzer Sawgrass GP, LLC, a Florida limited liability company, as general partner

By: 
Harry Weitzer, sole manager

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

THE FOREGOING INSTRUMENT was acknowledged before me this 22 day of November, 2004, by Harry Weitzer, as the sole manager of Weitzer Sawgrass GP, LLC, a Florida limited liability company, on behalf of such company in its capacity as the general partner of Weitzer/Kislak Sawgrass, LLLP, a Delaware limited liability limited partnership; such individual is personally known to me or has produced a driver's license as identification.

My Commission Expires:

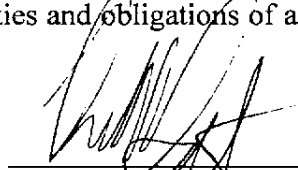



Print Name: Deborah Kattan
NOTARY PUBLIC, State of Florida
Serial No., if any: _____

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, who has been designated as registered agent for Weitzer/Kislak Sawgrass, LLLP, a Delaware limited liability limited partnership (the "Partnership"), in the foregoing Application by Foreign Limited Partnership, hereby agrees that he will accept service of process for and on behalf of the Partnership and he will comply with any and all laws, including, without limitation, Section 620.192, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a limited partnership.

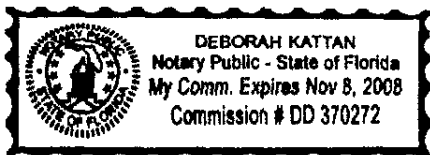
Dated: November 22, 2004.


Ronald R. Fieldstone, Registered Agent

THE FOREGOING INSTRUMENT was acknowledged, sworn to and subscribed before me this 23rd day of November, 2004 by Harry Weitzer, as sole manager of Weitzer Sawgrass GP, LLC, a Florida limited liability company, on behalf of such company as the general partner on behalf of Weitzer/Kislak Sawgrass, LLLP, a Delaware limited liability limited partnership; such individual is personally known to me or has produced a driver's license as identification.

My Commission Expires:

[NOTARIAL SEAL]



Deborah Kattan
Print Name: Deborah Kattan
NOTARY PUBLIC, State of Florida
Serial No., if any: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

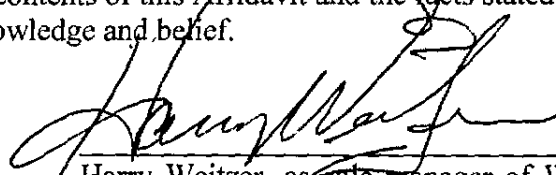
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, a notary public authorized to administer oaths and to take acknowledgements in and for the State and County aforesaid, personally appeared Harry Weitzer ("Affiant"), in his capacity as the sole manager of Weitzer Sawgrass GP, LLC, a Florida limited liability company (the "Company"), which Company is the general partner of Weitzer/Kislak Sawgrass, LLLP, a Delaware limited liability limited partnership (the "Partnership"), who, after first being duly sworn on oath, deposes and says as follows on behalf of the Company as the general partner on behalf of said Partnership:

1. Affiant is the sole manager and is duly authorized to act on behalf of the Company.

2. On the date hereof, the limited partners of the Partnership have actually contributed to the Partnership an aggregate of \$583,580 of an aggregate amount of up to \$11,465,000.00 in capital contributions anticipated to be contributed to the Partnership by its limited partners, all of which shall be allocable to the State of Florida for the purpose of transacting business.

3. Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant has read and understands the contents of this Affidavit and the facts stated herein are true and correct to the best of Affiant's knowledge and belief.



Harry Weitzer, as sole manager of Weitzer
Sawgrass GP, LLC, a Florida limited
liability company, as the general partner of
Weitzer/Kislak Sawgrass, LLLP, a Delaware
limited liability limited partnership