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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

02 DEC 27 AM 11:43

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J. BRYAN DEC 27 2002

CORP DIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

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ACCT. #FCA-14

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TALLAHASSEE, FLORIDA

CONTACT:

Tricia Tadlock

DATE:

12-27-02

REF. #:

0174-11686

CORP. NAME:

33RD Avenue Associates, Ltd.

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input checked="" type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

STATE FEES PREPAID WITH CHECK# 504005 FOR \$ 1837.50

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP

33RD AVENUE ASSOCIATES, LTD.,
a Florida limited partnership

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2002 DEC 27 AM 2:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned general partner desires to accurately reflect the original intention of the parties and correct a scrivener's error by forming a limited partnership rather than a general partnership. The undersigned general partner desiring to form a limited partnership ("Partnership") pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Chapter 620 of the Florida Statutes, does hereby state the following:

1. The name of the Partnership is:

33RD AVENUE ASSOCIATES, LTD.

2. The mailing address of the Partnership is:

240 S. Pineapple Avenue
10th Floor
Sarasota, FL 34236

3. The principal office address of the Partnership is:

240 S. Pineapple Avenue
10th Floor
Sarasota, FL 34236

4. The name and address of the registered agent of the Partnership is:

David S. Band
240 S. Pineapple Avenue, 10th Floor
Sarasota, FL 34236

5. The name and address of the general partner of the Partnership is:

David S. Band
240 S. Pineapple Avenue, 10th Floor
Sarasota, FL 34236

6. The Partnership shall have a perpetual existence, except as otherwise provided by law or in accordance with the Limited Partnership Agreement.

7. The effective date of this Partnership shall be the effective date of the filing of this Certificate of Limited Partnership with the Department of State.

The execution of this Certificate of Limited Partnership by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by David S. Band, general partner of 33RD AVENUE ASSOCIATES, LTD., a Florida limited partnership, this 26th day of December, 2002.

WITNESSES:

33RD AVENUE ASSOCIATES, LTD., a
Florida limited partnership

Veronica Dascenzi
Dan Schenck

By David S. Band
David S. Band

"GENERAL PARTNER"

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2002 DEC 27 AM 2:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

33RD AVENUE ASSOCIATES, LTD.
a Florida limited partnership

Having been named to accept service of process for 33RD AVENUE ASSOCIATES, LTD., a Florida limited partnership, at the place designated in the foregoing Certificate of Limited Partnership, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192 of the Florida Statutes.

Date: December 26, 2002


David S. Band

"REGISTERED AGENT"

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF SARASOTA

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

33RD AVENUE ASSOCIATES, LTD.,
a Florida limited partnership

BEFORE ME, the undersigned Notary Public, personally appeared David S. Band, as general partner of 33RD AVENUE ASSOCIATES, LTD., a Florida limited partnership, ("Partnership,") who, upon being duly sworn, certified as follows:

1. The amount of the capital contributions of the limited partners of the Partnership is: \$1,430,000.00.
2. The amount of additional capital contributions of the limited partners of the Partnership anticipated is: \$0.

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.

WITNESSES:

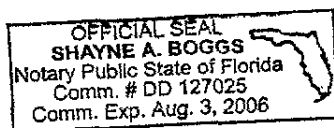
33RD AVENUE ASSOCIATES, LTD., a
Florida limited partnership

Veronica Pasceris
Dan Schemm

By: [Signature]
David S. Band

"GENERAL PARTNER"

The foregoing instrument was acknowledged before me, this 26th day of December, 2002, by David S. Band, as general partner of 33RD AVENUE ASSOCIATES, LTD., a Florida limited partnership, who is personally known to me and who did not take an oath.



Shayne A. Boggs
Notary Public
Print Name SHAYNE A. BOGGS
My Commission Expires _____