

## **Certificate of Limited Partnership**

**A05000001809**

**FILED**

**September 27, 2005**

**Sec. Of State**

**gharvey**

Name of Limited Partnership:

MIDTOWN REAL ESTATE PARTNERS LIMITED PARTNERSHIP

Business Address of Limited Partnership:

3399 PGA BOULEVARD  
SUITE 450  
PALM BEACH GARDENS, FL. 33410

Mailing Address of Limited Partnership:

3399 PGA BOULEVARD  
SUITE 450  
PALM BEACH GARDENS, FL. 33410

The name and Florida street address of the registered agent is:

PETER D. CUMMINGS & ASSOCIATES, INC.  
3399 PGA BOULEVARD  
SUITE 450  
PALM BEACH GARDENS, FL. 33410

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: DAVID A. DEAN, VICE PRESIDENT

The latest date upon which the Limited Partnership is to be dissolved is:

10/1/2015

The name and address of all general partners are:

Title: G  
MIDTOWN GP, INC.  
3399 PGA BOULEVARD, SUITE 450  
PALM BEACH GARDENS, FL. 33410

The effective date for this Limited Partnership shall be:

09/27/2005

**Affidavit of Capital Contributions  
For Florida Limited Partnership**

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The undersigned constituting all of the general partners of:  
MIDTOWN REAL ESTATE PARTNERS LIMITED PARTNERSHIP

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is:

1.00

The total amount contributed and anticipated to be contributed by the  
limited partners at this time totals:

27,500,000.00

Signed this Twenty Seventh day of September, 2005

Under the penalties of perjury I (we) declare the I (we) have read the foregoing  
and know the contents thereof and that the facts stated herein are true and correct.

General Partner Signature: KEITH L. CUMMINGS, PRESIDENT