

A 00000000305

Client Number

VALIDATION ONLY

00 FEB 21 AM 11:33

STATE OF FLORIDA
CLERK OF THE COURT

Requestor's Name Fieldstone Lester & Shear
Address 200 S. Biscayne Blvd.
2100
City Miami State FL ZIP 33131 Phone

982-1558

Johan

CORPORATION(S) NAME

300003159888-0
-03/07/00--01020--006
***1785.00 ***1785.00

GS ~~Shearson~~ WPB, L.P.

LORAFLLP

- | | | |
|---|--|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |

RECEIVED
00 FEB 16 AM 9:49
DIVISION OF CORPORATIONS
ALABAMA, FLORIDA

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.D. Verifier

LP-1785

W00-4197

BK 2/2/00



Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 18, 2000

EMPIRE

TALLAHASSEE, FL

SUBJECT: GS WPB, L.P. LTD.
Ref. Number: W00000004197

FILED
DIVISION OF CORPORATIONS
00 FEB 21 AM 11:33

We have received your document for GS WPB, L.P. LTD. and check(s) totaling \$1802.50. However, your check(s) and document are being returned for the following:

Please note that we have RETURNED your \$1,802.50 check.

You have not sent a correct money amount.

The total amount required to file your limited partnership is \$1,785.00.

If you want a certified copy there will be an extra \$52.50 charge. In that case the total required would be \$1,837.50.

Please return your application with a CORRECT MONEY AMOUNT and with an explanation of what -- if any -- certification you wish to receive.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 700A00008896

F

305-541-3770

Rebecca

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
GS WPB, L.P. LTD.**

This Certificate of Limited Partnership is prepared and filed in order to form a limited partnership in accordance with Section 620.108, Florida Statutes.

1. The name of the limited partnership is GS WPB, L.P. LTD.
2. The address of the office and the name and address of the agent for service of process on the limited partnership is:

Paul A. Lester, Esquire
200 South Biscayne Boulevard, Suite 2100
Miami, FL 33131

3. The name and business address of the sole general partner is:

Greenstreet Management, Inc.
2601 S. Bayshore Drive, Suite 1775
Miami, FL 33133

4. The mailing address for the limited partnership is:

2601 S. Bayshore Drive, Suite 1775
Miami, FL 33133

5. The term of the limited partnership shall commence upon the filing of this Certificate with the Florida Department of State, and the latest date upon which the limited partnership is to dissolve is December 31, 2030.

The undersigned general partner has executed this Certificate of Limited Partnership this 14 day of FEBRUARY, 2000.

GENERAL PARTNER:

Greenstreet Management, Inc., a Florida corporation

By: _____

Jeffrey A. Safchik
President

The undersigned accepts the foregoing designation as the agent for service of process on GS WPB, L.P. LTD and agrees to act in that capacity.

Paul A. Lester, Esquire

FILED
STATE
SECRETARY OF CORPORATIONS
00 FEB 21 AM 11:33

F98000002984

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

RECEIVED
DIVISION OF CORPORATIONS
00 FEB 21 AM 11:33

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

The undersigned, Jeffrey A. Safchik, as President of the sole general partner of GS WPB, L.P., a Florida limited partnership, being first duly sworn on oath, deposes and says:
LTD.

1. That he is the President of Greenstreet Management, Inc., a Florida corporation, and in that capacity has full authority to sign this Affidavit on behalf of the corporation.
2. That Greenstreet Management, Inc. is the sole general partner of GS WPB, L.P. LTD a Florida limited partnership.
3. That the amount of the capital contributions of the limited partner and the total amount anticipated to be contributed by the limited partner at this time is \$ 1,500,000.00.

FURTHER AFFIANT SAYETH NOT.

GENERAL PARTNER:

Greenstreet Management, Inc., a Florida corporation

By: _____

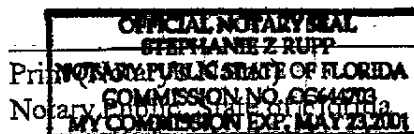
Jeffrey A. Safchik
President

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

BEFORE ME, the undersigned authority personally appeared Jeffrey A. Safchik, as President of Greenstreet Management, Inc., a Florida corporation, who is personally known to me or who has produced _____ as identification and who did take an oath, acknowledged before me that he executed the foregoing instrument for the purposes herein expressed.

WITNESS MY HAND and official seal at Miami-Dade County, Florida, this 14 day of FEBRUARY, 2000.

Signature



Notarial Seal: