

A0000000380



ACCOUNT NO. : 072100000032
REFERENCE : 607330 4303929
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 157.50

ORDER DATE : March 1, 2000
ORDER TIME : 3:25 PM
ORDER NO. : 607330-005
CUSTOMER NO: 4303929

600003153986-3

CUSTOMER: Ms. Stephanie C. Johnson
GREENBERG TRAUIG, P.A.
GREENBERG TRAUIG, P.A.
1221 Brickell Avenue
21st Floor
Miami, FL 33131

DOMESTIC FILING

NAME: EWE WAREHOUSE INVESTMENTS VII,
LTD.
EFFECTIVE DATE: *(3)*

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR - 1 AM 10: 23

RECEIVED
00 MAR - 1 PM 4: 45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

*h/c
3/1/00*

CERTIFICATE OF LIMITED PARTNERSHIP

OF

EWE WAREHOUSE INVESTMENTS VII, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR - 1 AM 10: 23

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act (the "Act"), the undersigned, being the sole General Partner of EWE WAREHOUSE INVESTMENTS VII, LTD., hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is EWE WAREHOUSE INVESTMENTS VII, LTD.
2. The business address and the mailing address of the limited partnership is 300 Greco Avenue, Coral Gables, Florida 33146.
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is Corporation Service Company.
4. The Florida street address for the registered agent is 1201 Hays Street, Tallahassee, Florida 32301.

5. **Acceptance of Appointment of Registered Agent:**

Having been named the statutory registered agent of EWE WAREHOUSE INVESTMENTS VII, LTD., at the place designated in this Certificate of Limited Partnership of EWE WAREHOUSE INVESTMENTS VII, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.

CORPORATION SERVICE COMPANY

Deborah D. Skipper

Agent for the Registered Agent

**Deborah D. Skipper
as its agent**

Dated: March 1, 2000

6. The name and business address of the general partner is as follows:


PO0000019684

EWE WAREHOUSE INVESTMENTS VII, INC.
300 Greco Avenue
Coral Gables, Florida 33146

7. The latest date upon which the limited partnership is to dissolve is December 31, 2049.

IN WITNESS WHEREOF, the sole General Partner has executed the foregoing Certificate of Limited Partnership on the 29th day of February, 2000 in accordance with §620.14 Florida Statutes.

EWE WAREHOUSE INVESTMENTS VII, INC.,
a Florida corporation, general partner


Richard J. Giusto, Incorporator

FILED
STATE
CORPORATIONS
000001-1 AM 10:23

AFFIDAVIT

THE UNDERSIGNED, being the sole General Partner of EWE WAREHOUSE INVESTMENTS VII, LTD., a Florida Limited Partnership, hereby certifies as follows:

1. The amount of capital contributions to date of the limited partners is -0-.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 10,000.00.

FURTHER AFFIANT SAYETH NOT.

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.

EWE WAREHOUSE INVESTMENTS VII, INC.,
a Florida corporation, general partner


Richard J. Giusto, Incorporator