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BILZIN, SUMBERG, ET. AL\*\*\*\*\*

TEL:305 374 7593

P. 001

Division of Corporations

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**To:**

Division of Corporations  
Fax Number : (850) 922-4003

**From:**

Account Name : BILZIN, SUMBERG DUNN PRICE & AXELROD LLP  
Account Number : 075350000132  
Phone : (305) 374-7580  
Fax Number : (305) 350-2446

**FLORIDA LIMITED PARTNERSHIP**

**Presidential Suites Invesments-II, Ltd.**

W-23528

Certificate of Status	1
Certified Copy	1
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Estimated Charge	\$1,846.25

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Fax Audit No. H00-51320

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
PRESIDENTIAL SUITES INVESTMENTS-II, LTD.

The undersigned, desiring to form a limited partnership in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as set forth in Sections 620.101 to 620.192, Florida Statutes, as amended, hereby states as follows:

1. The name of the limited partnership is Presidential Suites Investments-II, Ltd., a Florida Limited Partnership (the "Limited Partnership").

2. The address of the registered office of the Limited Partnership is:

8151 Peters Road  
Suite 3300  
Plantation, FL 33324.

3. The name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, as amended, are:

Richard D. Mondre  
8151 Peters Road  
Suite 3300  
Plantation, FL 33324.

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

Presidential Suites Investments-II GP, Inc.,  
a Florida corporation  
8151 Peters Road  
Suite 3300  
Plantation, FL 33324.

5. The mailing address for the Limited Partnership is:

8151 Peters Road  
Suite 3300  
Plantation, FL 33324.

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2050.

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The execution of this Certificate of Limited Partnership on behalf of the undersigned sole general partner constitutes an affirmation that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed in the name and on behalf of the sole general partner of the Limited Partnership as of the 27<sup>th</sup> day of September, 2000.

Presidential Suites Investments-II GP, Inc., a  
Florida corporation, its general partner

By: [Signature]  
Richard D. Mondre, Vice President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, having been designated as registered agent for Presidential Suites Investments-II, Ltd., a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that he will accept service of process for and on behalf of the Limited Partnership and that 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 Florida limited partnership.

Dated: September 27<sup>th</sup> 2000.

[Signature]  
Richard D. Mondre

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Fax Audit No. H00- 51320

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA )

) SS:

COUNTY OF MIAMI-DADE )

BEFORE ME, the undersigned authority, a notary public authorized to administer oaths and to take acknowledgments in and for the State and County aforesaid, personally appeared Richard D. Mondre as Vice President of Presidential Suites Investments-II GP, Inc., a Florida corporation (the "Corporation"), which corporation is the sole general partner of Presidential Suites Investments-II, Ltd., a Florida limited partnership (the "Limited Partnership"), who, after first being duly sworn on oath, deposes and says as follows:

1. Affiant is a Vice President and is duly authorized to act on behalf of the Corporation, which is the sole general partner of the Limited Partnership.

2. As of the date hereof, the partners of the Limited Partnership have contributed to the Limited Partnership an aggregate of \$1.00 of the total amount of \$5,000,000.00 in capital contributions anticipated to be contributed to the Limited Partnership by its limited partners.

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.

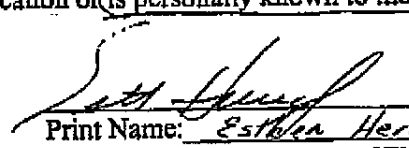
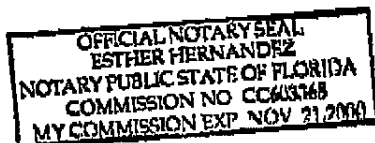
FURTHER AFFIANT SAYS NAUGHT.

  
Richard D. Mondre

THE FOREGOING INSTRUMENT was acknowledged, sworn to and subscribed before me this 27<sup>th</sup> day of September, 2000, by Richard D. Mondre as Vice President of Presidential Suites Investments-II GP, Inc., a Florida corporation, on behalf of such corporation; said individual has produced a \_\_\_\_\_ as identification or is personally known to me.

My Commission Expires:

[NOTARIAL SEAL]

  
Print Name: Esther Hernandez  
NOTARY PUBLIC, State of Florida  
Serial No., if any: \_\_\_\_\_00 SEP 27 AM 8:32  
TALLAHASSEE  
STATE OF FLORIDA

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