



A00000001876

ACCOUNT NO. : 072100000032

REFERENCE : 922848 4303929

AUTHORIZATION :

Patricia Pujate

COST LIMIT : \$ 157.50

ORDER DATE : December 7, 2000

ORDER TIME : 9:45 AM

ORDER NO. : 922848-010

500003490285--3

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein
Greenberg Traurig, P.a.

1221 Brickell Avenue

Miami, FL 33131-3238

DOMESTIC FILING

NAME: EWE WAREHOUSE INVESTMENTS
VIII, LTD.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS: _____

FILED
 RECEIVED
 00 DEC -7 PM 4:58
 00 DEC -7 AM 10:40
 SECRETARY OF STATE
 DIVISION OF CORPORATION
 TALLAHASSEE, FLORIDA

na 12/7

CERTIFICATE OF LIMITED PARTNERSHIP
OF
EWE WAREHOUSE INVESTMENTS VIII, LTD.

FILED
DEC - 7 PM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 VIII, 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 VIII, 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 VIII, LTD., at the place designated in this Certificate of Limited Partnership of EWE WAREHOUSE INVESTMENTS VIII, 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: December 7th, 2000

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


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

PO00000112269

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 5th day of December, 2000, in accordance with §620.114 Florida Statutes.

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



Richard J. Giusto, Incorporator

FILED
DEC - 7 PM 4: 58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A F F I D A V I T

THE UNDERSIGNED, being the sole General Partner of EWE WAREHOUSE INVESTMENTS VIII, 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 VIII, INC.,
a Florida corporation, general partner



Richard J. Giusto, Incorporator