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From: Account Name : COBB & EBIN P.A.
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FLORIDA LIMITED PARTNERSHIP

Design District Associates, Ltd.

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Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE
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December 26, 2000

DESIGN DISTRICT ASSOCIATES, LTD.
& COBB & EBIN, P.A.

We have received your electronically transmitted document. However, the document was submitted under the wrong EFIL type and cannot be processed by this office.

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Nanette Causseaux
Corporate Specialist Supervisor
FAX Aud. #: EGP000000467
Letter Number: 400A00064358

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
DESIGN DISTRICT ASSOCIATES, LTD.**

The undersigned, acting as organizer of a Limited Partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986) hereby adopts the following certificate for such Limited Partnership:

- 1. The name of the Limited Partnership is DESIGN DISTRICT ASSOCIATES, LTD.
- 2. (a) The address of the office of the Partnership at which the records required to be maintained by Fla. Stat. §620.105 shall be maintained is:

c/o Craig Robins
1632 Pennsylvania Avenue
Miami Beach, Florida 33139

- (b) The name and address of the Limited Partnership agent for service of process upon the Partnership, required to be maintained by Fla. Stat. §620.105, is:

c/o Craig Robins
1632 Pennsylvania Avenue
Miami Beach, Florida 33139

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

Name: DESIGN DISTRICT ASSOCIATES, INC.

PO0000116688

Address:

1632 Pennsylvania Avenue
Miami Beach, Florida 33139

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

This Instrument Prepared by:

Linda Ebin, Esq.
Florida Bar No. 318590
Cobb & Ebin P.A.
1399 SW First Avenue
Suite 301
Miami, FL 33130
(305) 377-0223
CA\WINDOWS\TEMP\CLP.WFD

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4. The mailing address for the Partnership is:

c/o Design District Associates, Inc.
1632 Pennsylvania Avenue
Miami Beach, Florida 33139

5. The term of the Partnership shall commence on the date of the filing of this Certificate of Limited Partnership with the Secretary of State of Florida and shall continue for 20 years unless sooner terminated as provided in the Limited Partnership Agreement.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been duly executed by the General Partner as of the 20 day of December, 2000.

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00 DEC 27 11:05 AM '00

Witnesses:
[Signature]
Print Name: Steven Gelstein
[Signature]
Print Name: Blanca Gubler

General Partner:
~~DESIGN DISTRICT ASSOCIATES, INC.,
a Florida corporation~~
By: [Signature]
Craig Robins, President

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing Certificate of Partnership for DESIGN DISTRICT ASSOCIATES, LTD., a Florida limited partnership, was acknowledged before me this 20 day of December, 2000, by Craig Robins, as President of DESIGN DISTRICT ASSOCIATES, INC., a Florida corporation, as its sole general partner, on behalf of that corporation. He is personally known to me.

[Signature]
Notary Public, State of Florida at Large
Print name: Audrey O'Keeffe-Sherwood
Commission No. CC 913651
My commission expires: 02/24/04

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AFFIDAVIT

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

BEFORE ME, a Notary Public, personally appeared Craig Robins, as President of DESIGN DISTRICT ASSOCIATES, INC., a Florida corporation, the general partner of DESIGN DISTRICT ASSOCIATES, LTD., (the "Affiant"), who, after first being duly sworn, under oath, deposes and states that:

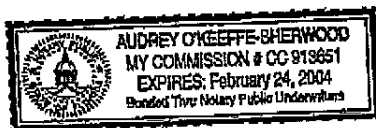
1. Affiant is the duly appointed authorized President of DESIGN DISTRICT ASSOCIATES, INC., a Florida corporation (the "Corporation").
2. The Corporation is the General Partner of a Limited Partnership to be formed under the Florida Revised Uniform Limited Partnership Act (1986) under the name DESIGN DISTRICT ASSOCIATES, LTD.
3. The capital contribution and anticipated capital of the initial limited partners is \$1,000.00.
4. The 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 further certifies that he has read the full facts of this affidavit and understands its contents.

FURTHER AFFLIANT SAYETH NAUGHT.




Craig Robins, President

The foregoing Affidavit for DESIGN DISTRICT ASSOCIATES, LTD., was acknowledged before me this 27 day of December, 2000, by Craig Robins, who [] is personally known to me or [] has produced _____ as identification, as President of DESIGN DISTRICT ASSOCIATES, INC., a Florida corporation, on behalf of the corporation as general partner of DESIGN DISTRICT ASSOCIATES, LTD.




NOTARY PUBLIC, State of Florida
At Large


(Print, Type or Stamp Name)
Commission No. CC913651
My Commission Expires: 02/24/04

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Partnership, at the place designated in this Certificate of Limited Partnership, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Craig Robins

Dated: December 22, 2000

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