



THE UNITED STATES
CORPORATION
COMPANY

A01000000027

ACCOUNT NO. : 072100000032

REFERENCE : 955140 5030952

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : January 5, 2001

ORDER TIME : 1:52 PM

ORDER NO. : 955140-005

CUSTOMER NO.: 5030952

CUSTOMER: Ms. Penny Arbulu
Phillips, Eisinger, Koss,
Rothstein & Rosenfeldt, P.a.
Suite 265 South
4000 Hollywood Boulevard
Hollywood, FL 33021

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-01/03/01--01001--001
1846.25 *1846.25

DOMESTIC FILING

NAME: ONE OCEAN PLAZA 2001, LTD.

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

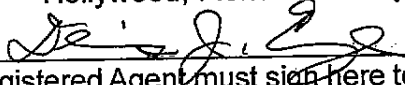
CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

FILED
01 JAN -5 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 JAN -5 PM 3:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
ONE OCEAN PLAZA 2001, LTD.**

1. The name of the Limited Partnership is:
One Ocean Plaza 2001, Ltd.
2. The Business Address of the Limited Partnership is:
One South Ocean Boulevard, Suite 204
Boca Raton, Florida 33432
3. The Name of the Registered Agent for Service of Process is:
Dennis J. Eisinger, Esq.
4. The Florida Street Address for the Registered Agent is:
4000 Hollywood Boulevard
Suite 265-S
Hollywood, Florida 33021
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process).
6. The Mailing Address of the Limited Partnership is:
One South Ocean Boulevard, Suite 204
Boca Raton, Florida 33432
7. The latest date upon which the Limited Partnership is to be dissolved is:
December 31, 2050
8. The Name and Specific Address of the General Partner is:
One Ocean Plaza 2001, Inc.,
a Florida corporation
Attention: Jean Francois Roy, President
One South Ocean Boulevard, Suite 204
Boca Raton, Florida 33432

Signed this 3rd day of January, 2001.

Signature of the General Partner:

ONE OCEAN PLAZA 2001, INC.,
a Florida corporation

By: 
Jean Francois Roy, President

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AFFIDAVIT OF CAPITAL CONTRIBUTION

BEFORE ME, the undersigned, constituting the sole general partner of ONE OCEAN PLAZA 2001, LTD., a Florida limited partnership, certifies as follows:

The amount of capital contributions to date of the limited partners is \$5,000,000.00.

The total amount contributed and anticipated to be contributed by the limited partners shall total \$5,000,000.00.

Signed this 3rd day of January, 2001.

FURTHER AFFIANT SAYETH NAUGHT.

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.

ONE OCEAN PLAZA 2001, LTD., a Florida limited partnership

By: ONE OCEAN PLAZA 2001, INC., a Florida corporation, General Partner

By: 
JEAN FRANCOIS ROY, President

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