



THE UNITED STATES
CORPORATION
COMPANY

A01000000611

ACCOUNT NO. : 072100000032

REFERENCE : 138265 4381472

AUTHORIZATION :

Patricia Pignato

COST LIMIT : \$ 157.50

FILED
01 MAY -3 PM 5:15
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : May 3, 2001

ORDER TIME : 2:28 PM

ORDER NO. : 138265-010

CUSTOMER NO: 4381472

000004135510--8

CUSTOMER: Janice Myers, Legal Assistant
Broad And Cassel, P.a.

Suite 1100
390 North Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: FINLAY INTERESTS 26, LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING (QUANTITY OF 2)

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2001 MAY -3 PM 4:52

NOT RETURNED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

BK 5/7

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
FINLAY INTERESTS 26, LTD.**

FILED
01 MAY -3 PM 5:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole general partner of FINLAY INTERESTS 26, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be FINLAY INTERESTS 26, LTD. (the "Partnership").

2. The initial business address of the Partnership where records shall be kept shall be 4300 Marsh Landing Boulevard, Suite 101, Jacksonville Beach, Florida 32250.

3. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

4. The name and initial business address of the General Partner is:

FINLAY INTERESTS GP 26, LLC, a Florida limited liability company
4300 Marsh Landing Boulevard, Suite 101
Jacksonville Beach, Florida 32250

L 010000007008

5. The initial mailing address of the limited partnership is Post Office Box 4961, Orlando, Florida 328021-4961.

6. The latest date upon which the Partnership is to dissolve shall be December 31, 2061.

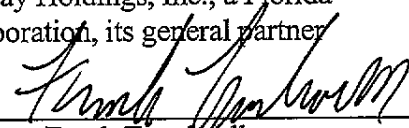
This Certificate has been executed by the undersigned as of the 30th day of April, 2001.

GENERAL PARTNER:

FINLAY INTERESTS GP 26, LLC,
a Florida limited liability company

By: Finlay GP Holdings, Ltd., a Florida limited partnership, sole member

By: Finlay Holdings, Inc., a Florida corporation, its general partner

By: 
Frank Treadwell
Senior Vice President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for FINLAY INTERESTS, LTD, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership, and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in Section 620.192, Florida Statutes.

**B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC.,** a Florida corporation

By: _____

Janice C. Myers
Janice C. Myers, Vice President

Dated this 32nd day of May, 2001.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the sole general partner of FINLAY INTERESTS 26, LTD., and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of FINLAY INTERESTS 26, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER:

FINLAY INTERESTS GP 26, LLC,
a Florida limited liability company

By: Finlay GP Holdings, Ltd., a Florida limited
partnership, sole member

By: Finlay Holdings, Inc., a Florida
corporation, its general partner

By: Frank Treadwell
Frank Treadwell
Senior Vice President

01 MAY -3 PM 5:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated this 30th day of April, 2001.

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 30th day of April, 2001, by Frank Treadwell, as Senior Vice President of Finlay Holdings, Inc., a Florida corporation, as general partner of Finlay GP Holdings, Ltd., the sole member of Finlay Interests GP 26, LLC. He is personally known to me or has produced _____ as identification and who did/did not take an oath.

Christine R. Braun
(Signature of Notary Public)

Christine R. Braun
(Typed name of Notary Public)
Notary Public, State of Florida
Commission No. CC896793
My commission expires: 12/19/2003



Christine R. Braun
MY COMMISSION # CC896793 EXPIRES
December 19, 2003
BONDED THRU TROY FAIN INSURANCE, INC.