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Account Number : 076103002011  
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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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*please date filing as of June 2, 2001  
(this is the date the doc. was faxed)*

**FLORIDA LIMITED PARTNERSHIP**

Ludlum Retail Associates, Ltd.

STATE OF FLORIDA

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Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$148.75

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CERTIFICATE OF LIMITED PARTNERSHIP  
OF

LUDLUM RETAIL ASSOCIATES, LTD.

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TALLAHASSEE, FLORIDA

1. Name of the Limited Partnership: Ludlum Retail Associates, Ltd.
2. Principal and mailing address of the Limited Partnership: c/o Terranova Corporation, 1200 Brickell Avenue, Suite 1500, Miami, Florida 33131.
3. Name and address of the Registered Agent for Service of Process: Lisha Miller, c/o Terranova Corporation, 1200 Brickell Avenue, Suite 1500, Miami, Florida 33131.
4. Having been named as registered agent to accept service of process for the above stated limited partnership at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


  
Lisha Miller

5. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2051.
6. Name and Address of the General Partner: Ludlum Retail, Inc. located at c/o Terranova Corporation, 1200 Brickell Avenue, Suite 1500, Miami, Florida 33131.

Under penalties of perjury the authorized representative of the undersigned declares that he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Signed this 7<sup>th</sup> day of June 2001.

LUDLUM RETAIL, INC., a Florida corporation, its  
sole general partner

By:   
Name: Stephen H. Bittel  
Title: President

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned constituting the sole general partner of Ludlum Retail Associates, Ltd., a Florida Limited Partnership, certifies as follows:

The amount of capital contributions to date of the limited partnership is \$100.


The total amount contributed and anticipated to be contributed by the limited partners at this time is \$100.

Signed this 7<sup>th</sup> day of June 2001.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury the authorized representative of the undersigned declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

LUDLUM RETAIL, INC., a Florida corporation, its  
sole general partner

By:   
Name: Stephen H. Bittel  
Title: President

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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