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Florida Department of State
Division of Corporations
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To:

Division of Corporations
 Fax Number : (850) 205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
 Account Number : I20000000195
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SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

01 JUL 27 PM 3:12

FILED

FLORIDA LIMITED PARTNERSHIP

PAN AMERICAN AT MERRICK PLAZA, LTD.

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

01 JUL 27 PM 2:49

RECEIVED

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$1,785.00

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Jul-27-01 12:10pm From:LINDA LARREA P.A.

3050506882

T-859 P.02/04 F-618

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CERTIFICATE OF LIMITED PARTNERSHIP**OF****PAN AMERICAN AT MERRICK PLAZA, LTD.**

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1993), and §620.108 of the Florida Statutes, the undersigned, being the Sole General Partner of PAN AMERICAN WEST, 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 **PAN AMERICAN AT MERRICK PLAZA, LTD.**
2. The business address and the mailing address of the limited partnership is **Linda Larrea, P.A., 2300 Coral Way, Suite 111, Miami, FL 33145.**
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

Dade Corporate Services, Inc.

4. The Florida street address for the registered agent is:

**2300 Coral Way, Suite 103
Miami, Florida 33145**

5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of PAN AMERICAN AT MERRICK PLAZA, LTD. at the place designated in this Certificate of Limited Partnership of PAN AMERICAN AT MERRICK PLAZA, 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.

**Dade Corporate Services, Inc.,
Registered Agent**

By:

Vivian Williams
Vivian Williams, President

Dated: July 26, 2001.

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Jul-27-01 12:10pm From:LINDA LARREA P.A.

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6. The name and business address of the general partner is as follows:
PAN AMERICAN PARTNERS, INC.
c/o Linda Larrea, P.A.
2300 Coral Way, Suite 111
Miami, Florida 33145

PO1-73982

7. The latest date upon which the limited partnership is to dissolve is January 1, 2051.

IN WITNESS WHEREOF, the Sole General Partner has executed the foregoing Certificate of Limited Partnership on the 26th day of July, 2001, in accordance with §620.114 of the Florida Statutes.

PAN AMERICAN PARTNERS, INC., a Florida corporation

By: Print Name: Vivian WilliamsTitle: Incorporator

FILED
01 JUL 27 PM 3:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Jul-27-01 12:11pm From:LINDA LARREA P.A.

3058588882

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AFFIDAVIT

THE UNDERSIGNED, being the sole general partner of PAN AMERICAN AT MERRICK PLAZA, LTD., a Florida Limited Partnership, hereby certifies as follows:

1. The amount of capital contributions to date of the limited partners is:
\$50,000.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000,000.00.

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.

PAN AMERICAN PARTNERS, INC., a Florida
corporation

By: Print Name: Vivian WilliamsTitle: Incorporator**FILED**

01 JUL 27 PM 3:12

SECRETARY OF STATE
TALLAHASSEE FLORIDA