



UCC FILING & SEARCH SERVICES, INC.
 521 East Park Avenue
 Tallahassee, Florida 32311
 (904) 944-6543

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August 24, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

TWC Twenty-Seven Partners Ltd.

FILED
 AUG 24 PM 1:59
 TALLAHASSEE FLORIDA

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

Retrieval Request

- Photocopy
- Certified Copy

(Handwritten signature)

RECEIVED
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 2001 AUG 24 AM 11:15
 ALL REQUESTS TO BE FILED IN THE AGENCY OF FILING

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

TWC TWENTY-SEVEN PARTNERS, LTD.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole General Partner of TWC TWENTY-SEVEN PARTNERS, LTD. (the "Partnership") hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be TWC TWENTY-SEVEN PARTNERS, LTD.
2. The address of the office where records shall be kept shall be 655 North Franklin Street, Suite 2200, Tampa, Florida 33602. The name and address of the registered agent for service of process is Brian J. McDonough, 2200 Museum Tower, 150 West Flagler Street, Miami, Florida 33130.
3. The name and the business address of the General Partner is:

TWC TWENTY-SEVEN, INC., a Florida corporation
655 North Franklin Street, Suite 2200
Tampa, Florida 33602
4. The mailing address of the limited partnership is 655 North Franklin Street, Suite 2200, Tampa, Florida 33602.
5. The latest date upon which the Partnership is to dissolve shall be December 31, 2051.
6. This Certificate has been executed by the undersigned effective as of the 10th day of July, 2001.

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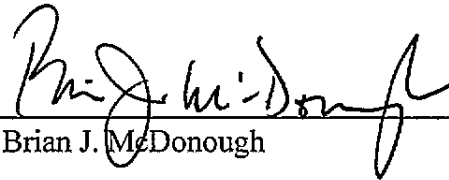
GENERAL PARTNER:

TWC TWENTY-SEVEN, INC., a Florida corporation

By: Debra Koehler
Debra Koehler, Senior Vice President

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for TWC TWENTY-SEVEN PARTNERS LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that he is familiar with its statutory obligations as such.

By: 
Brian J. McDonough

Dated this 22nd day of August, 2001

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TALLAHASSEE, FLORIDA

