

Division of Corporations

A0100000/304

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

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

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)521-1030

AL**FLORIDA LIMITED PARTNERSHIP****PORTOFINO AT WESTPARC, LTD.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$1,837.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PORTOFINO AT WESTPARC, LTD.**

(A Florida Limited Partnership)

THE UNDERSIGNED, constituting the general partners of **PORTOFINO AT WESTPARC, LTD.** (the "Partnership"), do hereby submit the following information in accordance with the Florida Revised Limited Partnership Act (1986) to make public the information of the Partnership:

1. **Name:** The name of the Partnership shall be:
PORTOFINO AT WESTPARC, LTD.
2. **Registered Agent:** The Registered Agent and Registered Office of the Partnership in the State of Florida is:

Name: Corporation Service Company

Address: 1201 Hays Street, Tallahassee, Florida 32301

The Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of **PORTOFINO AT WESTPARC, LTD.**, at the place designated in this Certificate of Limited Partnership of **PORTOFINO AT WESTPARC, 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.


Corporation Service Company
Registered Agent
BRIAN COURTNEY, ASST. V.P.

3. **General Partner:** The name and address of the general partners of the Partnership are:

Harb Portofino GP, Inc.
3700 34th Street
Orlando, Florida 32805

901-94330

American West Communities, LLC, an Arizona limited liability company
4742 North 24th Street
Suite A 150
Phoenix, Arizona 85016

4. **Partnership Address:** The office and mailing address for the Partnership shall be: 4742 North 24th Street, Suite A 150, Phoenix, Arizona 85016.

5. **Dissolution:** The latest date upon which the Partnership will dissolve is December 31, of 2051.

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LOCATION:407 420 5909

RX TIME 09/27 '01 12:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP 27

FILE No.178 09/27 '01 14:44 ID:CSC TALLAHASSEE
Sent by: GREENBERG TRAURIG 407 420 5909;

FAX:850 5211010 PAGE 3/4
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IN WITNESS WHEREOF, the undersigned do hereby execute this Certificate of Limited Partnership and attach an Affidavit declaring the amount of the capital contribution of the limited partners and the anticipated amount to be contributed by the limited partners.

HARB PORTOFINO GP, INC., a Florida corporation, as general partner

By: [Signature]
Name: Anthony Hark
Title: President

AMERICAN WEST COMMUNITIES, LLC, an Arizona limited liability company, as general partner

By: [Signature]
Name: Joseph Wells
Title: President

STATE OF FLORIDA
TALLAHASSEE
01 SEP 27

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, general partners of PORTOFINO AT WESTPARC, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who upon being sworn, certify as follows:

1. The amount of capital contributions of the limited partners contributed to date is: \$ zero.
2. The total amount anticipated to be contributed to the capital of the limited partners is:

Harb Brothers Jacksonville, Inc.: \$250,000.....

Andy Welch: \$360,000

Dated this 27 day of September, 2001.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and the facts stated herein are true, to the best of my knowledge and belief.

HARB PORTOFINO GP, INC., a Florida corporation, as general partner

By: [Signature]
Name: Anthony Harb
Title: President

AMERICAN WEST COMMUNITIES, LLC, an Arizona limited liability company, as general partner

By: [Signature]
Name: Andy Welch
Title: President

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