

A010000001450

HAUER & MCKENZIE

ATTORNEYS AT LAW

1200 BRICKELL AVENUE
19TH FLOOR

MIAMI, FLORIDA 33131
TELEPHONE (305) 789-8900
FACSIMILE (305) 789-8953

EUROPE MIDDLE EAST

AMSTERDAM
BAHRAIN
BARCELONA
BERLIN
BRUSSELS
BUDAPEST
CAIRO
DÜSSELDORF
FRANKFURT
GENEVA
KYIV
LONDON
MADRID
MILAN
MOSCOW
MUNICH
PARIS
PRAGUE
RIYADH
ROME
ST. PETERSBURG
STOCKHOLM
WARSAW
ZURICH

ASIA PACIFIC

ALMATY
BAKU
BANGKOK
BEIJING
HANOI
HO CHI MINH CITY
HONG KONG
HSINCHU
MANILA
MELBOURNE
SINGAPORE
SYDNEY
TAIPEI
TOKYO

NORTH SOUTH AMERICA

BOGOTA
BRASILIA
BUENOS AIRES
CARACAS
CHICAGO
DALLAS
GUADALAJARA
HOUSTON
JUAREZ
MEXICO CITY
MIAMI
MONTERREY
NEW YORK
PALO ALTO
RIO DE JANEIRO
SAN DIEGO
SAN FRANCISCO
SANTIAGO
SAO PAULO
TIJUANA
TORONTO
VALENCIA
WASHINGTON, D.C.

RAHUL P. RANADIVE
rahul.p.ranadive@bakernet.com
(305) 789-8990

October 23, 2001

VIA CERTIFIED MAIL

Department of State
Division of Corporations
Corporate Filings
P. O. Box 5588
Tallahassee, Florida 32314

Re: 101 Palm Beach Regent, Ltd.

Dear Sirs:

A01-1450

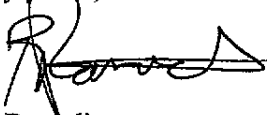
Enclosed are the following documents for filing in connection with the above referenced Florida limited partnership:

1. Certificate of Limited Partnership;
2. Affidavit of Capital Contributions; and
3. Acknowledgment of Registered Agent.

Also enclosed is this firm's check in the amount of \$1,785.00 to cover the cost of the filing fee. Kindly return a copy of the filed document at your earliest convenience.

Please do not hesitate to contact me if you have any questions or require additional information regarding this matter.

Very truly yours,



Rahul P. Ranadive

Enclosures

FF \$1785.00

500004657875--8
-10/29/01--01090--001
***1785.00 ***1785.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 26 AM 8:49

10/31

CERTIFICATE OF LIMITED PARTNERSHIP

OF

101 PALM BEACH REGENT, LTD.

a Florida limited partnership

1. The name of this limited partnership is **101 PALM BEACH REGENT, LTD.**
(the "Partnership").

2. The principal place of business and the mailing address of the Partnership is:

184 Bradley Place, Unit #101
Palm Beach, Florida 33480

3. The name and address of the registered agent of the Partnership is:

101 Parc Regent, LLC
184 Bradley Place, Unit #101
Palm Beach, Florida 33480

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

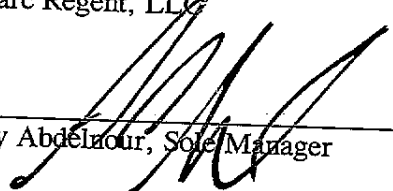
101 Parc Regent, LLC
184 Bradley Place, Unit #101
Palm Beach, Florida 33480

5. The latest date upon which the Partnership is to dissolve is December 31, 2099.

IN WITNESS WHEREOF, the undersigned general partner of **101 PALM BEACH REGENT, LTD.**, has executed this Certificate of Limited Partnership this 16th day of October, 2001.

GENERAL PARTNER:

101 Parc Regent, LLC



Fakhry Abdelnour, Sole Manager

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 26 AM 8:49

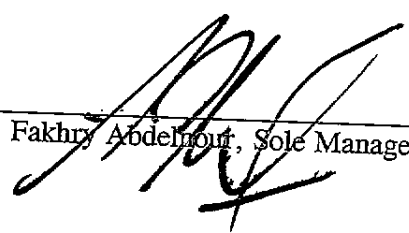
101-3876

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for **101 PALM BEACH REGENT, LTD.**, at the place designated in this Certificate of Limited Partnership, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.

101 Parc Regent, LLC, a Florida limited liability company

By: _____


Fakhry Abdelnour, Sole Manager

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 26 AM 8:49

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

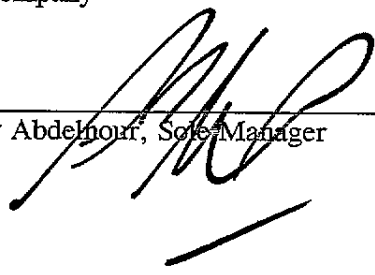
1. The name of the partnership is **101 PALM BEACH REGENT, LTD.**, a Florida limited partnership (the "Partnership").

2. The amount of the capital contribution of the Limited Partners and the amount anticipated to be contributed by the Limited Partners of the Partnership is approximately \$5,000,000.00.

FURTHER AFFIANT SAYETH NOT.

GENERAL PARTNER:

101 Parc Regent, LLC, a Florida limited liability company



Fakhry Abdelnour, Sole Manager

Dated: October 16, 2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 26 AM 8:49