

A020000000228**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

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Account Name : FIELDSTONE LESTER SHEAR & DENBERG

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RECEIVED

02 FEB 21 PM 1:23

DIVISION OF CORPORATIONS

FLORIDA LIMITED PARTNERSHIP**Blue Lagoon Airport Club Apartments, Ltd.**SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 FEB 21 PM 12:00

FILED

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$140.00

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BLUE LAGOON AIRPORT CLUB APARTMENTS, LTD.**

This Certificate of Limited Partnership is prepared and filed in order to form a limited partnership in accordance with Sections 620.108 and 620.8902, Florida Statutes.

1. Blue Lagoon Airport Club Apartments, a Florida general partnership was converted to a limited partnership.
2. The name of the limited partnership will be Blue Lagoon Airport Club Apartments, Ltd.
3. All general partners voted in favor of the conversion.
4. The address of the office and the name and address of the agent for service of process on the limited partnership is:

David Shear
201 Alhambra Circle, Suite 601
Coral Gables, FL 33134

5. The name and business address of the sole general partner is:

Blue Lagoon Airport Club Apartments, LLC
3211 Ponce De Leon Blvd., Suite 301
Coral Gables, FL 33134

U02-4182

6. The mailing address for the limited partnership is:

c/o Jose Milton
3211 Ponce De Leon Blvd., Suite 301
Coral Gables, FL 33134

7. The term of the limited partnership shall commence upon the filing of this Certificate with the Florida Department of State, and the latest date upon which the limited partnership is to dissolve is December 31, 2040.

FILED
02 FEB 21 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned general partner has executed this Certificate of Limited Partnership this
12 day of February, 2002.

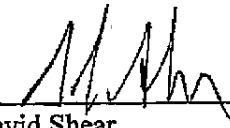
GENERAL PARTNER:

Blue Lagoon Airport Club Apartments, LLC,
a Florida limited liability company

By: 

Jose Milton, Manager

The undersigned accepts the foregoing designation as the agent for service of process on Blue Lagoon Airport Club Apartments, Ltd., and agrees to act in that capacity.


David Shear

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

§

§ SS

COUNTY OF MIAMI-DADE

§

The undersigned, Jose Milton, as Manager of the sole general partner of Blue Lagoon Airport Club Apartments, Ltd., a Florida limited partnership, being first duly sworn on oath, deposes and says:

1. That he is the Manager of Blue Lagoon Airport Club Apartments, LLC, a Florida limited liability company, and in that capacity has full authority to sign this Affidavit on behalf of the company.
2. That Blue Lagoon Airport Club Apartments, LLC is the sole general partner of Blue Lagoon Airport Club Apartments, Ltd., a Florida limited partnership.

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3. That the amount of the capital contributions of the limited partners and the total amount anticipated to be contributed by the limited partner at this time is \$1,000.00.

FURTHER AFFIANT SAYETH NOT.

GENERAL PARTNER:

Blue Lagoon Airport Club Apartments, LLC,
a Florida limited liability company

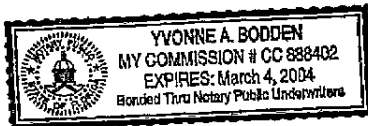
By: _____

Jose Milton, Manager

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority personally appeared Jose Milton, as Manager of the sole general partner of Blue Lagoon Airport Club Apartments, Ltd., a Florida limited partnership, who is personally known to me or who has produced _____ as identification and who did take an oath, acknowledged before me that he executed the foregoing instrument for the purposes herein expressed.

WITNESS MY HAND and official seal at Miami-Dade County, Florida, this 12th day of February, 2002.



Signature

YVONNE A. BODDEN

Print (Notary's Name)
Notary Public, State of Florida

Notarial Seal:

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