

Sent by: STEARNS WEAVER

305 789 3395;

03/28/02 16:23; JetFax #830 Page 1/5

Division of Corporations

Page 1 of 1

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

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(((H02000067356 4)))

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To:

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Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
Phone : (305) 789-3200
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FLORIDA LIMITED PARTNERSHIP

Hidden Harbor, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$148.75

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305 789 3395;

03/28/02 16:23;

Jetfax #830;Page 2/5

Department of State 3/28/2002 3:59 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 28, 2002

STEARNS WEAVER MILLER, ET AL

SUBJECT: HIDDEN HARBOR, LTD.
REF: W02000008808

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR 28

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Nanette Causseaux
Corporate Specialist Supervisor

FAX Aud. #: H02000067356
Letter Number: 002A00018712

H02000067356 4

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
HIDDEN HARBOR APARTMENTS, LTD.**

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the General Partner of HIDDEN HARBOR APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), does hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR 28

1. The name of the Limited Partnership is:
Hidden Harbor Apartments, Ltd.
2. The office and principal place of business for the Partnership currently is:
9400 South Dadeland Boulevard, Suite 100
Miami, Florida 33156
3. The name and address of the agent for service of process on the Partnership
are:
Michael D. Wohl
9400 S. Dadeland Boulevard, Suite 100
Miami, Florida 33156
4. The name and address of the General Partner of the Partnership are:
PHG Harbor, LLC
9400 Dadeland Boulevard, Suite 100
Miami, Florida 33156
5. The mailing address of the Partnership is:
9400 Dadeland Boulevard, Suite 100
Miami, Florida 33156
6. The latest date upon which the Partnership shall dissolve is December 31,

2052.

Filed by: J. Gerstenfeld, Corp. Legal Asst.
Stearns Weaver Miller Weissler, et al
150 West Flagler Street, Suite 2200
Miami, Florida 33130
T: 305-789-3545/F: 305-789-3395

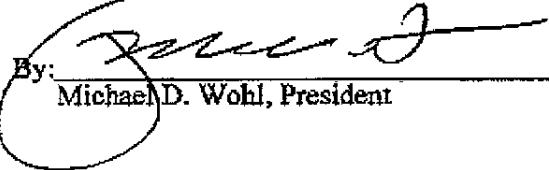
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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as General Partners pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: March 27th, 2002

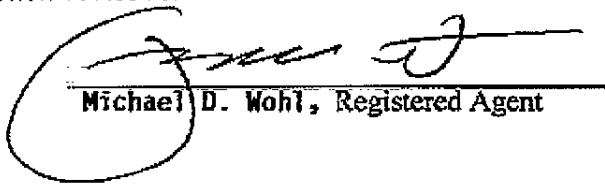
PHG HARBOR, LLC, a Florida limited liability company, General Partner

By: 
Michael D. Wohl, President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Michael D. Wohl, hereby accepts his appointment as registered agent for Hidden Harbor Apartments, Ltd., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: March 27th, 2002


Michael D. Wohl, Registered Agent

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TALLAHASSEE, FLORIDA
02 MAR 28

H02000067356 4

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

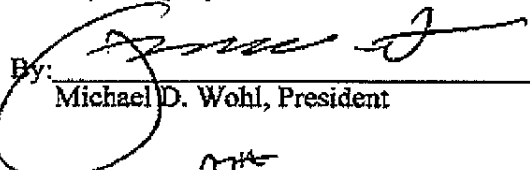
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAR 28

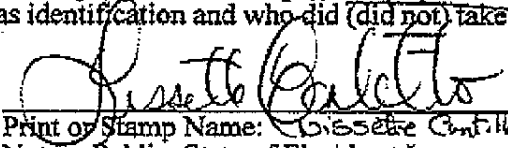
BEFORE ME, the undersigned authority, personally appeared Michael Wohl as President of PHG HARBOR, LLC, a Florida limited liability company, as General Partner of Hidden Harbor Apartments Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.99.
2. It is anticipated that the Limited Partners will not make additional contributions to the capital of the Partnership.

PHG HARBOR, LLC., a Florida limited liability company, General Partner

By: 
Michael D. Wohl, President

The foregoing instrument was acknowledged before me this 27th day of March, 2002, by Michael Wohl as President of PHG Harbor, LLC, a Florida limited liability company, as General Partner of Hidden Harbor Apartments Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.


Print or Stamp Name: Lissette Cantillo
Notary Public, State of Florida at Large
Commission No. _____
My Commission Expires: _____



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