

Certificate of Limited Partnership

A02000000761
FILED
May 29, 2002
Sec. Of State

Name of Limited Partnership

THE PALMS THREE LTD.

Business Address of Limited Partnership

2200 NORTH ATLANTIC BLVD
FORT LAUDERDALE, FL. US 33305

Mailing Address of Limited Partnership

2200 NORTH ATLANTIC BLVD
FORT LAUDERDALE, FL. US 33305

The name and Florida street address of the registered agent is:

NEIL FAIRMAN
2200 NORTH ATLANTIC BLVD
FORT LAUDERDALE, FL. US 33305

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: NEIL FAIRMAN

The latest date upon which the Limited Partnership is to be dissolved is:

12/31/2006

The name address of all general partners are:

PLAZA LUXURY GROUP, INC.
2200 NORTH ATLANTIC BLVD
FORT LAUDERDALE, FL. US 33305

PLAZA RESIDENTIAL THREE, INC.
2200 NORTH ATLANTIC BLVD
FORT LAUDERDALE, FL. US 33305

**Affidavit of Capital Contributions
For Florida Limited Partnership**

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The undersigned constituting all of the general partners of:
THE PALMS THREE LTD.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is:

1,000.00

The total amount contributed and anticipated to be contributed by the
limited partners at this time totals:

1,000.00

Signed this Twenty Ninth day of May, 2002

Under the penalties of perjury I (we) declare the I (we) have read the foregoing
and know the contents thereof and that the facts stated herein are true and correct.

General Partner Signature: NEIL FAIRMAN

General Partner Signature: NEIL FAIRMAN