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Florida Department of State
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FLORIDA LIMITED PARTNERSHIP

Bonita Pointe Associates, Ltd.

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

BONITA POINTE ASSOCIATES, LTD.

1. Name of the Limited Partnership: Bonita Pointe Associates, Ltd.
2. Principal and mailing address of the Limited Partnership: 2121 Ponce de Leon Boulevard PH, Coral Gables, Florida 33134.
3. Name and address of the Registered Agent for Services of Process: Registered Agent of Florida, LLC, 100 Southeast Second Street, Suite 3500, Miami, Florida 33131.
4. Having been named as registered agent to accept service of process for the above stated limited partnership at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

REGISTERED AGENTS OF FLORIDA, LLC

By: 
Howard J. Vogel, Vice President

5. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2052.
6. Name and Address of the General Partner: Cornerstone Bonita Pointe, L.L.C., 2121 Ponce de Leon Boulevard, PH, Coral Gables, Florida 33134.

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

Signed this 10th day of July 2002.

CORNERSTONE BONITA POINTE, L.L.C., a
Florida limited liability company, its sole general
partner

By: STUART I. MEYERS FAMILY
PARTNERSHIP, LTD., as member

By: SIM Family Holdings, L.L.C., as general
partner


Stuart I. Meyers, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting the sole general partner of Bonita Pointe Associates, Ltd., a Florida Limited Partnership, certifies as follows:

The amount of capital contributions to date of the limited partnership is \$1,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time is \$1,000.

Dated: This 10th day of July 2002

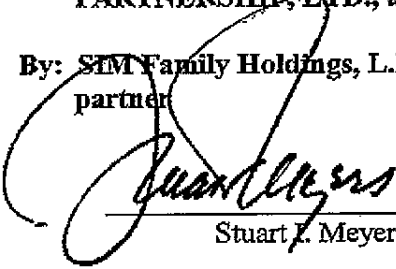
FURTHER AFFIANT SAYETH NOT.

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

CORNERSTONE BONITA POINTE, L.L.C., a
Florida limited liability company, its sole general
partner

By: **STUART I. MEYERS FAMILY
PARTNERSHIP, LTD.**, as member

By: **STM Family Holdings, L.L.C.**, as general
partner


Stuart I. Meyers, President

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