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To:

Division of Corporations

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From:

Account Name

: TURNBERRY ASSOCIATES

Account Number : 119990000201

Phone

: (305)933-5505

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FLORIDA LIMITED PARTNERSHIP

JS Oceania Acquisition II Limited Partnership

Certificate of Status	
Certified Copy	0

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Estimated Charge	\$96.25

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AMILANIA SEEF, FLORIONS

CERTIFICATE OF LIMITED PARTNERSHIP OF JS OCEANIA ACQUISITION II LIMITED PARTNERSHIP

1. The name of the Limited Partnership is:

JS OCEANIA ACQUISITION II LIMITED PARTNERSHIP

2. The Business Address of the Limited Partnership is:

19501 Biscayne Boulevard, Suite 400 Aventura, FL 33180

3. The Name of the Registered Agent for Service of Process is:

Mario A. Romine

The Florida Street Address for the Registered Agent is:

19501 Biscayne Boulevard, Suite 400 Aventura, Florida 33180

5. (Registered Agent must sign here to accept designation as Registered Agent for Service of Process).

The Mailing Address of the Limited Partnership is:

19501 Biscayne Boulevard, Suite 400 Aventura, FL 33180

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

December 31, 2050

The Name and Specific Address of the General Partner is:

JS Oceania Acquisition, LLC #L020000 \3524
19501 Biscayne Boulevard, Suite 400
Aventura, FL 33180

20W Malla Kilk of State of Sta Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 16th day of August, 2002.

Signature of all general partners:

JS Oceania Acquisition II Limited Partnership a Florida limited partnership

By: JS Oceania Acquisition, LLC A Florida limited liability company, its general partner

By: Mario A. Romine, Authorized Agent

#15555 v1 8/16/2002

AFFIDAVIT OF CAPIAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting the sole general partner of JS OCEANIA ACQUISITION II LIMITED PARTNERSHIP, a Florida limited partnership,

s as follows:

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

\$100.00

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

Dated this 16th day of August, 2002.

FURTHER AFFIANT SAYETH NAUGHT.

Under 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.

> JS OCEANIA ACQUISITION II LIMITED PARTNERSHIP

Mario A. Romine, Authorized Agent

#15556 v1 8/16/2002



CONSENT TO USE OF NAME

JS OCEANIA ACQUISITION LIMITED PARTNERSHIP, a limited partnership organized under the laws of the State of Florida, hereby consents to the formation of JS OCEANIA ACQUISITION II LIMITED PARTNERSHIP in the State of Florida.

IN WITNESS WHEREOF, the said JS OCEANIA ACQUISITION LIMITED PARTNERSHIP has caused this consent to be executed and attested to this 16th day of August, 2002.

JS OCEANIA ACQUISITION LIMITED PARTNERSHIP, a Florida limited partnership

BY: man Or Romer

NAME: MARIO A. ROMINE

TITLE: Authorized Agent

Witness:

#16096 v1 8/16/2002

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