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Ana Lopez

(305) 520-2400

p. 1

Division of Corporations

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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : CODINA GROUP, INC.
Account Number : I20020000144
Phone : (305) 520-2344
Fax Number : (305) 520-2400

RECEIVED

02 OCT 23 AM 11:07

FLORIDA DEPARTMENT OF STATE

FLORIDA LIMITED PARTNERSHIP

COSMA Boynton, Ltd.

FILED

02 OCT 23 AM 9:06

FLORIDA DEPARTMENT OF STATE

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$87.50

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

COSMA BOYNTON, LTD.

FILED
02 OCT 23 AM 9:06
SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned General Partner hereby forms a limited partnership pursuant to and in accordance with the Florida Revised Uniform Limited Partnership Act (Florida Statutes Section 620.101, et. seq.) as follows:

1. Name.

The name of the limited partnership (the "Partnership") is COSMA
BOYNTON, Ltd.

2. Registered Office.

The registered office of the Partnership in the State of Florida is 355
Alhambra Circle, Suite 900, Coral Gables, FL 33134.

3. Registered Agent.

The name and address of the registered agent of the Partnership for service
of process on the Partnership in the State of Florida is Kolleen Cobb, 355 Alhambra Circle, Suite
900, Coral Gables, FL 33134.

4. General Partner.

The name and business address of the General Partner is as follows:

PO2-100375
COSMA BOYNTON, Inc.
355 Alhambra Circle, Suite 900
Coral Gables, FL 33134

5. Mailing Address.

The mailing address of the Partnership is 355 Alhambra Circle, Suite 900,
Coral Gables, FL 33134.

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6. Dissolution.

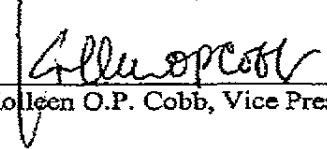
The latest date upon which the Partnership will dissolve is December 31, 2050.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership as of the 18 day of September, 2002.

GENERAL PARTNER:

COSMA BOYNTON, INC.

By:


Kolleen O.P. Cobb, Vice President


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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

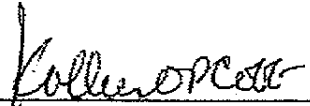
In compliance with Florida Statutes Section 620.192, the following is submitted:

COSMA BOYNTON, LTD., desiring to organize as a limited partnership under the laws of the State of Florida, has designated 355 Alhambra Circle, Suite 900, Coral Gables, FL 33134, as its initial Registered Office and has named Kolleen Cobb, located at said address as its initial Registered Agent.

COSMA BOYNTON, INC.
General Partner

By: 
Kolleen O.P. Cobb, Vice President

Having been named Registered Agent for the above stated limited partnership, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 620.192 relative to keeping open said office.

By: 
Kolleen Cobb
Registered Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Kolleen O.P. Cobb, Vice President of COSMA BOYNTON, Inc., a Florida corporation, constituting the sole general partner of COSMA BOYNTON, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certified as follows:

1. The actual amount of capital contributions of the limited partners is \$-0-.
2. The total anticipated amount of the capital contributions of the limited partners is \$ 7,500.00.

This 19 day of September, 2002.

FURTHER AFFIANT SAYETH NOT.

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.

General Partner:

COSMA BOYNTON, INC.

General Partner

By:


Kolleen O.P. Cobb, Vice President