

Division of Corporations

**A02000001652**

Florida Department of State  
Division of Corporations  
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To:

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

From:

Account Name : BILZIN, SUMBERG DUNN BAENA PRICE & AXELROD LLP.  
Account Number : 075350000132  
Phone : (305) 374-7580  
Fax Number : (305) 350-2446

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TALLAHASSEE, FLORIDA

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**FLORIDA LIMITED PARTNERSHIP**

LAKE CECILE SUITES ASSOCIATES, LTD.

*BK*

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$1,846.25

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
LAKE CECILE SUITES ASSOCIATES, LTD.**

The undersigned, desiring to form a limited partnership in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as set forth in Sections 620.401 to 620.192, Florida Statutes, as amended, hereby states as follows:

1. The name of the limited partnership is Lake Cecile Suites Associates, Ltd., a Florida limited partnership (the "Limited Partnership").

2. The address of the registered office of the Limited Partnership is:

500 E. Broward Boulevard  
Suite 1800  
Ft. Lauderdale, Florida 33394.

3. The name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, as amended, are:

REH Lake Cecile, LLLP,  
a Florida limited liability limited partnership  
500 E. Broward Boulevard  
Suite 1800  
Ft. Lauderdale, Florida 33394.

4. The name and business address of the sole general partner of the Limited Partnership are:

REH Lake Cecile, LLLP,  
a Florida limited liability limited partnership  
500 E. Broward Boulevard  
Suite 1800  
Ft. Lauderdale, Florida 33394.

5. The mailing address for the Limited Partnership is:

500 E. Broward Boulevard  
Suite 1800  
Ft. Lauderdale, Florida 33394.

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2052.

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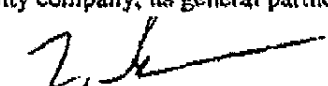
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The execution of this Certificate of Limited Partnership on behalf of the undersigned sole general partner constitutes an affirmation that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed in the name and on behalf of the sole general partner of the Limited Partnership as of the 11th day of December, 2002.

REH Lake Cecilie, LLLP, a Florida limited liability  
limited partnership, its general partner

By: REH Capital Partners, L.L.C, a Florida limited  
liability company, its general partner

By:   
Francis J. Nardozza, Chairman and  
Member

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TALLAHASSEE, FLORIDA

#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT


The undersigned, as Chairman and Member and on behalf of REH Capital Partners, LLC, a Florida limited liability company, in its capacity as the sole general partner and on behalf of REH Lake Cecilie, LLLP, a Florida limited liability limited partnership (the "Registered Agent"), which has been designated as registered agent for Lake Cecilie Suites Associates, Ltd., a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that the Registered Agent will accept service of process for and on behalf of the Limited Partnership and that the Registered Agent will comply with any and all laws, including, without limitation, Section 620.192, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited partnership.

Dated: December 11, 2002.

REGISTERED AGENT:

REH Lake Cecilie, LLLP, a Florida limited liability  
limited partnership, its general partner

By: REH Capital Partners, LLC, a Florida limited  
liability company, its general partner

By:   
Francis J. Nardozza, Chairman and  
Member

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA )

) SS:

COUNTY OF BROWARD )

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STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, a notary public authorized to administer oaths and to take acknowledgments in and for the State and County aforesaid, personally appeared Francis J. Nardoza, Chairman and Member of REH Capital Partners, LLC, a Florida limited liability company (the "Company"), which Company is the sole general partner of REH Lake Cecile, LLLP, a Florida limited liability limited partnership, which is the sole general partner of Lake Cecile Suites Associates, Ltd., a Florida limited partnership (the "Limited Partnership"), who, after first being duly sworn on oath, deposes and says as follows:

1. Affiant is the Chairman and Member of, and is duly authorized to act on behalf of, the Company, which is the sole general partner of REH Lake Cecile, LLLP, a Florida limited liability limited partnership and the sole general partner of the Limited Partnership.

2. As of the date hereof, the limited partners of the Limited Partnership have contributed to the Limited Partnership an aggregate of \$300,000.00 of the total amount of \$1,850,000.00 in capital contributions anticipated to be contributed to the Limited Partnership by its limited partners.

3. Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant has read and understands the contents of this Affidavit and the facts stated herein are true and correct to the best of Affiant's knowledge and belief.

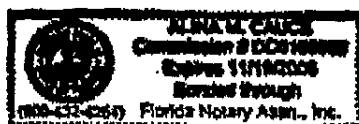
FURTHER AFFIANT SAYS NAUGHT.


  
Francis J. Nardoza

THE FOREGOING INSTRUMENT was acknowledged, sworn to and subscribed before me this 11th day of December, 2002, by Francis J. Nardoza, Chairman and Member of REH Capital Partners, LLC, a Florida limited liability company, on behalf of such limited liability company in its capacity as the sole general partner REH Lake Cecile, LLLP, a Florida limited liability limited partnership; said individual has produced a \_\_\_\_\_ as identification or is personally known to me.

My Commission Expires: 11/19/06

[NOTARIAL SEAL]



  
Print Name: Alina M. Cayce  
NOTARY PUBLIC, State of Florida  
Serial No., if any:  
Commission # DD166692

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