

Sent by: STEARNS WE AVER

305 789 3395;

05/28/03 18:07;

Fax #470;R

Division of Corporations

# A03 000000 809

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

From: Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
Phone : (305) 789-3200  
Fax Number : (305) 789-3395

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAY 29 AM 8:49

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DIVISION OF CORPORATION

03 MAY 28 PM 6:53

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## FOREIGN LIMITED PARTNERSHIP

TRG - Las Olas Beach Club, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$148.75

A03-809  
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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
TRG - LAS OLAS BEACH CLUB, LTD.**

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of TRG - LAS OLAS BEACH CLUB, LTD., a Florida limited partnership (the "Partnership"), hereby executes and submits for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:  
TRG - LAS OLAS BEACH CLUB, LTD.
2. The office and principal place of business for the Partnership currently is:  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145
3. The name and address of the agent for service of process on the Partnership are:  
Angel Hernandez  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145
4. The name and address of the General Partners of the Partnership are:  
TRG - Las Olas Beach Club, LLC  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145
5. The mailing address of the Partnership is:  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145
6. The latest date upon which the Partnership shall dissolve is December 31, 2053.

03 MAY 29 04:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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603-19183

Filed by: J. Gastenfeld, Corp. Legal Asst.  
Stearns weaver Miller Waiseler, et al  
150 West Flagler Street, Suite 2200  
Miami, Florida 33130  
T: 305-789-3545/F: 305-789-3395

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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as the sole General Partner, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: May 28, 2003

TRG - LAS OLAS BEACH CLUB, LLC, a Florida limited liability company, its sole General Partner

By: Angel Hernandez  
Angel Hernandez, Vice President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Angel Hernandez hereby accepts his appointment as registered agent for TRG-LAS OLAS BEACH CLUB, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: May 28, 2003

Angel Hernandez  
Angel Hernandez, Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
MAY 29 11 08 49

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA        )  
                                  ) SS:  
COUNTY OF DADE        )

BEFORE ME, the undersigned authority, personally appeared Angel Hernandez, as Vice President of TRG - LAS OLAS BEACH CLUB, LLC, a Florida corporation, as the sole General Partner of TRG - LAS OLAS BEACH CLUB, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.90.
2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

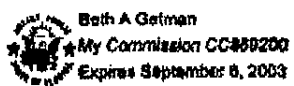
TRG - LAS OLAS BEACH CLUB, LLC, a Florida limited liability company, its sole General Partner

By: Angel Hernandez  
Angel Hernandez, Vice President

0314 29 AM 8:14:5  
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The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of May, 2003 by Angel Hernandez, as Vice President of TRG - Las Olas Beach Club, LLC, a Florida limited liability company, as the sole General Partner of TRG - Las Olas Beach Club, Ltd., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Beth A. Getman  
Print or Stamp Name:  
Notary Public, State of Florida at Large  
Commission No.: CC#09200  
My Commission Expires: 9/6/03