

Sent by: STEARNS WEAVER

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Division of Corporations

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Florida Department of State
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Division of Corporations
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

03 JUN -2 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA LIMITED PARTNERSHIP

Pinnacle Square, Ltd.

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DIVISION OF CORPORATION

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

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PINNACLE SQUARE, LTD.**

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the General Partner of PINNACLE SQUARE, LTD., a Florida limited partnership (the "Partnership"), does hereby execute and submit 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:
Pinnacle Square, Ltd.
2. The office and principal place of business for the Partnership currently is:
9400 South Dadeland Boulevard, Suite 100
Miami, Florida 33156
3. The name and address of the agent for service of process on the Partnership
are:
Brian J. McDonough
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130
4. The names and addresses of the General Partner of the Partnership are:
PHG - Square, LLC *403000019720*
9400 South Dadeland Boulevard, Suite 100
Miami, Florida 33156
5. The mailing address of the Partnership is:
9400 South Dadeland Boulevard, Suite 100
Miami, Florida 33156
6. The latest date upon which the Partnership shall dissolve is December 31,
2053.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

Filed by: J. Gerstenfeld, Corp. Legal Asst.
Stearns Weaver Miller Weissler, et al
150 West Flagler Street, Suite 2200
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 General Partners pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: May 30th, 2003

PHG - SQUARE, LLC, a Florida limited liability company, General Partner

By: 
Name: David O. Deaton
Title: Vice President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian J. McDonough hereby accepts his appointment as registered agent for Pinnacle Squire, 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 30th, 2003

Brian J. McDonough, Registered Agent

AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

DATED: May ____, 2002

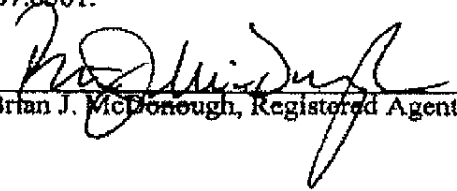
PHG - SQUARE, LLC, a Florida limited liability company, General Partner

By: _____
Name: _____
Title: _____

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian J. McDonough hereby accepts his appointment as registered agent for Pinnacle Squire, 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 30, 2003


Brian J. McDonough, Registered Agent

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
 } SS:
COUNTY OF MIAMI- DADE)

BEFORE ME, the undersigned authority, personally appeared David O. Deutch as Vice President of PHG - SQUARE, LLC, a Florida limited liability company, as General Partner of Pinnacle Square, 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 \$99.99.
2. It is anticipated that the Limited Partners will not make additional contributions to the capital of the Partnership.

PHG - SQUARE, LLC, a Florida limited liability company, General Partner

By: [Signature]
Name: David O. Deutch
Title: Vice President

The foregoing instrument was acknowledged before me this 30th day of May, 2003, by David O. Deutch as Vice President of PHG - Square, LLC, a Florida limited liability company, as General Partner of Pinnacle Square, Ltd., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.

[Signature]
Print or Stamp Name:
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires:

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