

**A03000001099**

Florida Department of State  
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(((H03000329783 3)))

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From: Account Name : TURNBERRY ASSOCIATES  
Account Number : I19990000201  
Phone : (305)933-5505  
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DIVISION OF CORPORATION

**FLORIDA LIMITED PARTNERSHIP**

**Fontainebleau III Limited Partnership**

Certificate of Status	1
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Page Count	01
Estimated Charge	\$96.25

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*Handwritten signature/initials*



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

December 5, 2003

TURNBERRY ASSOCIATES

SUBJECT: FONTAINEBLEAU III LIMITED PARTNERSHIP  
REF: W03000036838

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

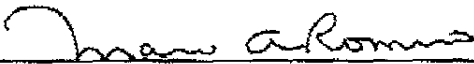
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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
FONTAINEBLEAU III LIMITED PARTNERSHIP**

1. The name of the Limited Partnership is:  
Fontainebleau III 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
4. The Florida Street Address for the Registered Agent is:  
19501 Biscayne Boulevard, Suite 400  
Aventura, FL 33180
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process).
6. 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
8. The Name and Specific Address of the General Partner is:  
Fontainebleau III GP LLC *L03000050360*  
19501 Biscayne Boulevard, Suite 400  
Aventura, FL 33180

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*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 4th day of December, 2003.

Signature of all general partners:

Fontainebleau III Limited Partnership  
a Florida limited partnership

By: Fontainebleau III GP LLC  
A Florida limited liability company  
its sole general partner

By:   
Mario A. Romine,  
Authorized Representative

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
OF  
FONTAINEBLEAU III LIMITED PARTNERSHIP

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

BEFORE ME, the undersigned, constituting all of the general partners of FONTAINEBLEAU III LIMITED PARTNERSHIP, certify:

- 1. The amount of capital contributions to date of the limited partners is \$1,000.00.
- 2. The amount contributed and anticipated to be contributed by the members at this time totals \$1,000.00.

Signed this 4th day of December, 2003.

FURTHER AFFIANT SAYETH NOT.

*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.*

FONTAINEBLEAU III LIMITED PARTNERSHIP, a Florida limited partnership

By: Fontainebleau III GP LLC  
a Florida limited liability company,  
its sole general partner

By: [Signature]  
Print name: Mario A. Romine,  
Title: Authorized Representative

The foregoing instrument was acknowledged before me this 4 day of December, 2003, by Mario A. Romine, Authorized Representative, who is either  personally known to me or \_\_\_\_\_ who produced \_\_\_\_\_ as identification.

[Signature]  
Notary Public - State of Florida  
Name: ANA B. ZEIGLER  
(please print)

My Commission Expires:

#26531 v1 12/4/2003



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