

Sent by: STEARNS WEAVER

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Division of Corporations

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Florida Department of State
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Account Number : 076077002504
Phone : (305)789-3200
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DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

Carlisle Towers, Ltd.

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

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SECRET
TALLAHASSEE
FLORIDA

04 JUN 30 AM 9:59

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JB
7-104

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MEMORANDUM

TO: Florida Department of State
FROM: Jackie Gerstenfeld
RE: Carlisle Towers, Ltd.
DATE: June 30, 2004

The Articles of Organization of Carlisle Towers, LLC the general partner of the above-referenced limited partnership, were filed contemporaneously herewith.

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04 JUN 30 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
CARLISLE TOWERS, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of CARLISLE TOWERS, LTD., a Florida limited partnership (the "Partnership"), 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:

CARLISLE TOWERS, LTD.

2. The office and principal place of business for the Partnership currently is:

2950 S. W. 27th Avenue, Suite 200
Miami, Florida 33133

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 name and address of the General Partner of the Partnership are:

CARLISLE TOWERS, LLC
2950 S. W. 27th Avenue, Suite 200
Miami, Florida 33133

5. The mailing address of the Partnership is:

2950 S. W. 27th Avenue, Suite 200
Miami, Florida 33133

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

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TALLAHASSEE, FLORIDA

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6. The latest date upon which the Partnership shall dissolve is December 31, 2054.

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

DATED: June 24, 2004

CARLISLE TOWERS, LLC, a Florida limited liability company, its sole General Partner

By: 

Lloyd J. Baggio, President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian J. McDonough hereby accepts his appointment as registered agent for CARLISLE TOWERS, 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: June ____, 2004

Brian J. McDonough

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TALLAHASSEE, FLORIDA

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6. The latest date upon which the Partnership shall dissolve is December 31, 2054.

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

DATED: June __, 2004

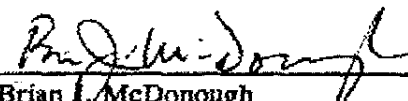
CARLISLE TOWERS, LLC, a Florida limited liability company, its sole General Partner

By: _____
Lloyd J. Boggio, President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian J. McDonough hereby accepts his appointment as registered agent for CARLISLE TOWERS, 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: June 18, 2004


Brian McDonough

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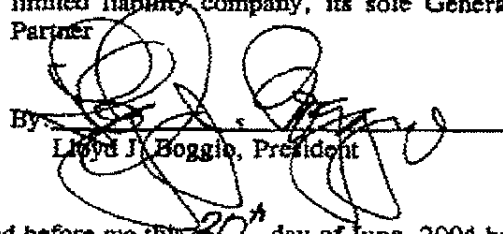
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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

BEFORE ME, the undersigned authority, personally appeared Lloyd J. Boggio, as President of Carlisle Towers, LLC, a Florida limited liability company, as General Partner of Carlisle Towers, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partner of the Partnership to the Partnership is \$99.99.
2. It is not anticipated that the Limited Partner will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.


CARLISLE TOWERS, LLC, a Florida
limited liability company, its sole General
Partner

By: 
Lloyd J. Boggio, President

The foregoing instrument was acknowledged before me this 30th day of June, 2004 by Lloyd J. Boggio, as President of Carlisle Towers, LLC, a Florida limited liability company, the sole General Partner of Carlisle Towers, 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.



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

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TALLAHASSEE, FLORIDA

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