

Division of Corporations

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

From: **21511**
 Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.
 Account Number : 075350000132
 Phone : (305) 374-7580
 Fax Number : (305) 350-2446

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA LIMITED PARTNERSHIP

Katz Glades Twin Plaza Investment, Ltd.

Certificate of Status	1
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Estimated Charge	\$1,846.25

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
KATZ GLADES TWIN PLAZA INVESTMENT, LTD.**

The undersigned, desiring to form a limited partnership (the "Limited Partnership") in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as amended, hereby states as follows:

- 1. The name of the Limited Partnership is:

Katz Glades Twin Plaza Investment, Ltd.

- 2. The address of the principal office of the Limited Partnership is:

2665 South Bayshore Drive, Penthouse 2A
Miami, Florida 33133

- 3. The address of the registered office of the Limited Partnership is:

2665 South Bayshore Drive, Penthouse 2A
Miami, Florida 33133

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

Ezra Katz
2665 South Bayshore Drive, Penthouse 2A
Miami, Florida 33133

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

Ezra Katz
2665 South Bayshore Drive, Penthouse 2A
Miami, Florida 33133

- 6. The mailing address for the Limited Partnership is:

2665 South Bayshore Drive, Penthouse 2A
Miami, Florida 33133

- 7. The latest date upon which the Limited Partnership is to dissolve is December 31, 2054.

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The execution of this Certificate of Limited Partnership by 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 by the undersigned sole general partner of the Limited Partnership as of the 21st day of July, 2004.

GENERAL PARTNER:


Ezra Katz

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, who has been designated as registered agent for Katz Glades Twin Plaza Investment, Ltd., a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that he will accept service of process for and on behalf of the Limited Partnership and he 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: July 21, 2004.


Ezra Katz, Registered Agent

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the sole general partner of Katz Glades Twin Plaza Investment, Ltd., a Florida limited partnership, certifies:

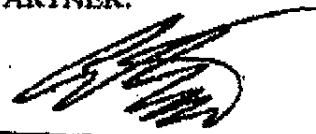
The amount of capital contributions to date of the limited partners is \$ 1,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 1,000,000.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

GENERAL PARTNER:



Ezra Katz