

FILE No. 257 08/20 '04 17:12

ID: BILZIN, SUMBERG

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Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.
Account Number : 075350000132
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*Please make this filing effective as of the date of filing
of the Limited Partnerships Certificate of Limited Partnership
LIMITED PARTNERSHIP AMENDMENT August 19, 2004*

2901 BEACH VENTURES, LTD.

Thank you.

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**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP OF
2901 BEACH VENTURES, LTD.**

1. The name of the limited partnership as identified in the records of the Florida Department of State is 2901 Beach Ventures, Ltd. Attached hereto is a copy of the limited partnership's Certificate of Limited Partnership, affidavit of capital contributions and applicable limited partnership filing fees.
2. The limited partnership adopts the suffix "LLLP" and, upon the filing of this Statement of Qualification, the name of this entity shall be 2901 Beach Ventures, LLLP.
3. The street address of the limited partnership's principal office in Florida and its chief executive office is:

2901 Collins Avenue
Miami Beach, Florida 33140

4. The limited partnership hereby elects to be a limited liability limited partnership.
5. The effective date of this filing shall be as of the date that this document is filed with the Florida Secretary of State.
6. The name and Florida street address of the limited partnership's agent for service of process required to be maintained pursuant to Section 620.105, Florida Statutes, as amended, are:

Bruce Lazar
2901 Collins Avenue
Miami Beach, Florida 33140

The execution of this statement as general partners constitute an affirmation under the penalties of perjury that the facts stated herein are true.

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Signed this 19th day of August, 2004.

GENERAL PARTNERS:

MIAMI BEACHFRONT GP, LLC, a Florida
limited liability company

By: Fortune International, Inc., Manager

By: 

Name: Edgardo Defortuna
Title: President

SEVILLE LIONSTONE GP, LLC, a Florida limited
liability company

By: 

Name: Alfredo Lowenstein
Title: President

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