Division of Corporations

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: (850)205-0383

10 NOISIAIC

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255

Phone

: (305) 634-3694

Fax Number : (305)633-9696

FLORIDA LIMITED PARTNERSHIP

port st. lucie office park, ltd.

بدعائلا أناي ببروي برجابا كالأب ويسود بخالا أأثار بيوي	المرب سيستني الكراري والمراج ببيسه والشائل المرب والمتاثل المرب والمتاثل المرب
Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$1,837.50

P.01/04



CERTIFICATE OF LIMITED PARTNERSHIP OF PORT ST. LUCIE OFFICE PARK, LTD.

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the limited partnership is:

Pon St. Lucie Office Park, Ltd.

2. The address of the office of the limited partnership is:

2601 South Bayshore Drive, Suite 200 Coconut Grove, Florida 33133

3. The name and address of the agent for service of process on the limited partnership required to be maintained by Section 620.105, Florida Statutes, is:

Marco E. Rojas 520 Brickell Key Drive, Suite O-305 Miami, Florida 33131

4. The name and business address of the sole general partner is:

New Dawn Doral, LLC 2601 South Bayshore Drive, Suite 200 Miami, Florida 33133

The mailing address for the limited partnership is:

2601 South Bayshore Drive, Suite 200 Miami, Florida 33133

6. The latest date upon which the limited partnership is to dissolve will be upon the winding up and liquidation of the partnership and its business is completed.

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5.

SEP 17 SM Q

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Port St. Lucie Office Park, Ltd., a Florida limited partnership ("Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership, to accept the obligations imposed upon me by Morida Statutes Section 620.192, and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Registered Agent-

Marco E. Rojas

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

This day before me, the undersigned officer, personally appeared Jack Kaplan, Manager of New Dawn Doral, LLC, the sole general partner of Port St. Lucie Office Park, Ltd., a Florida limited partnership ("Partnership"), and who, being duly sworn, certifies as follows:

- 1. The amount of capital contributions made to the Partnership by the limited partners is \$20,000.00.
- 2. The total amount anticipated to be contributed by the limited partners is \$1,373,000.00.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.

Jack Kaplan, Manager of New Dawn Doral, I.I.C. General Partner of Port St. Lucie Office Park, Ltd.

STATE OF FLORIDA

COUNTY OF MIAMI-DADE)

The foregoing Certificate and Affidavit were acknowledged before me this day of August, 2004, by Jack Kaplan, Manager of New Dawn Doral, LLC, the sole general parties of and on behalf of Port St. Lucie Office Park, Ltd., a Florida limited partnership. He is personally known to me and did take an oath.

Notary Miblic, State of Florida Printed Name: (hr. Lands

Commission No. DD132704

Commission Expires: July 9 200 6

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