Certificate of Limited Partnership

Name of Limited Partnership: NORTHPOINTE REALTY PARTNERS, LTD. A04000001792 FILED November 16, 2004 Sec. Of State dcushing

Business Address of Limited Partnership:

100 SOUTH OLIVE AVENUE WEST PALM BEACH, FL. US 33401

Mailing Address of Limited Partnership:

P.O. BOX 1625 WEST PALM BEACH, FL. US 33402

The name and Florida street address of the registered agent is:

JONATHAN R SATTER 100 SOUTH OLIVE AVENUE WEST PALM BEACH, FL. 33401

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: JONATHAN R. SATTER

The latest date upon which the Limited Partnership is to be dissolved is:

NOVEMBER 15, 2054

The name and address of all general partners are:

Title: G SDS NORTHPOINTE CORP. 100 SOUTH OLIVE AVENUE WEST PALM BEACH, FL. 33401 US

Affidavit of Capital Contributions For Florida Limited Partnership

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The undersigned constituting all of the general partners of: NORTHPOINTE REALTY PARTNERS, LTD.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is:

25,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals:

535,000.00

Signed this Sixteenth day of November, 2004

Under the penalties of perjury I (we) declare the I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

General Partner Signature: JONATHAN R. SATTER, PRES.