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Sent : STEARNS WEAVER

305 789 3395;

12/03/04 12:11PM; JotFax #459; Page 1/5

Florida Department of State  
Division of Corporations  
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Fax Number : (850) 205-0383

From:

Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 075077002504  
Phone : (305) 789-3200  
Fax Number : (305) 789-3395

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DIVISION OF CORPORATION

**FLORIDA LIMITED PARTNERSHIP**

**TRG HARBOUR HOUSE HOLDING, LTD.**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 1        |
| Certified Copy        | 1        |
| Page Count            | 03       |
| Estimated Charge      | \$148.75 |

DEC 3 12:32 PM '04

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**MEMORANDUM**

**TO:** Florida Department of State  
**FROM:** Maritza Villar  
**RE:** TRG Harbour House Holding, Ltd.  
**DATE:** December 3, 2004

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The Articles of Incorporation of TRG - Harbour House Holding, Inc., the general partner of the above-referenced limited partnership, were filed contemporaneously herewith.

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
TRG HARBOUR HOUSE HOLDING, LTD.**

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of TRG HARBOUR HOUSE HOLDING, LTD., a Florida limited partnership (the "Partnership"), hereby executes and submits 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:

TRG HARBOUR HOUSE HOLDING, LTD.

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

2828 Coral Way, Penthouse Suite  
Miami, Florida 33145

3. The name and address of the agent for service of process on the Partnership are:

Angel A. Hernandez  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145

4. The name and address of the General Partner of the Partnership are:

TRG-HARBOUR HOUSE HOLDING, INC.  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145

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5. The mailing address of the Partnership is:

2828 Coral Way, Penthouse Suite  
Miami, Florida 33145

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

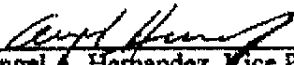
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2004-12-03  
11:30

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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: December 2, 2004

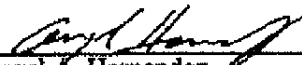
TRG-HARBOUR HOUSE HOLDING, INC.,  
a Florida corporation, as General Partner

By:   
Angel A. Hernandez, Vice President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Angel A. Hernandez hereby accepts his appointment as registered agent for TRG HARBOUR HOUSE HOLDING, 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: December 2, 2004

  
Angel A. Hernandez

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA        }  
                              } SS:  
COUNTY OF DADE        }

BEFORE ME, the undersigned authority, personally appeared Angel A. Hernandez, as Vice President of TRG-Harbour House Holding, Inc., a Florida corporation, as General Partner of TRG Harbour House Holding, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.00.
2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

TRG-HARBOUR HOUSE HOLDING, INC.,  
a Florida corporation, as General Partner

By:   
Angel A. Hernandez, Vice President

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of December, 2004 by Angel A. Hernandez, as Vice President of TRG-Harbour House Holding, Inc., a Florida corporation, as General Partner of TRG Harbour House Holding, Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Lianet Viart  
Commission # DD215431  
Expires May 26, 2007  
Aaron Notary  
307-350-514

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

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