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Florida Department of State  
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DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

GHG Morningside Landing Limited Partnership

Certificate of Status	1
Certified Copy	1
Page Count	03
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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF**

**GHG MORNINGSIDELANDING LIMITED PARTNERSHIP**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, being the sole General Partner of GHG Morningside Landing Limited Partnership (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be GHG MORNINGSIDELANDING LIMITED PARTNERSHIP.

2. The address of the office where records shall be kept shall be 120 Forbes Boulevard, Mansfield, Massachusetts 02048. The name and address of the registered agent for service of process is Brian J. McDonough, 150 West Flagler Street, Suite 2200, Miami, Florida 33130.

3. The name and the business address of the General Partner are GHG Morningside Landing LLC, a Florida limited liability company, c/o Gatehouse Group, Inc., 120 Forbes Boulevard, Mansfield, Massachusetts 02048.

4. The mailing address of the limited partnership is c/o Gatehouse Group, Inc., 120 Forbes Boulevard, Mansfield, Massachusetts 02048.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2055.

6. This Certificate has been executed by the undersigned effective as of the 13th day of January, 2005.

GHG MORNINGSIDELANDING LLC, a Florida limited liability company, its sole General Partner

By: The Gatehouse Group, Inc., its sole Manager

By:   
Marc S. Ponskier, President

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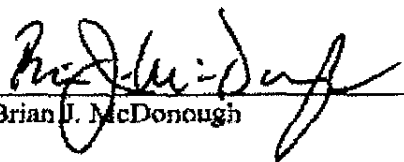
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**ACKNOWLEDGMENT OF REGISTERED AGENT**

Having been designated as Registered Agent for GHG MORNINGSIDE LANDING LIMITED PARTNERSHIP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that he is familiar with his statutory obligations as such.

Dated this 10th day of January, 2005

  
Brian J. McDonough

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### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the sole General Partner of GHG Morningside Landing Limited Partnership and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of GHG Morningside Landing Limited Partnership, with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$99.99 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GHG MORNINGSLIDE, LANDING LLC, a Florida limited liability company, its sole General Partner


By: The Gatehouse Group, Inc., its sole Manager

By:   
Marc S. Plonskier, President

Commonwealth of Massachusetts )

County of Bristol )

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of January, 2005, by Marc S. Plonskier, as President of The Gatehouse Group, Inc., a Massachusetts corporation, the sole Manager of GHG Morningside Landing LLC, a Florida limited liability company, the sole General Partner of GHG Morningside Landing Limited Partnership, and who is personally known to me.

  
Notary Public  
My Commission Expires:  
Print, type or stamp name of notary

(Notary Seal)

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