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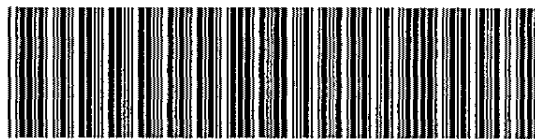
(Business Entity Name)

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TALLAHASSEE, FLORIDA

**JONES  
FOSTER  
JOHNSTON  
& STUBBS, P.A.**  
**Attorneys and Counselors**

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**Larry B. Alexander, Esquire**  
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Direct Fax: 561-650-0435  
E-Mail: [laalexander@jones-foster.com](mailto:laalexander@jones-foster.com)

January 28, 2005

**By Federal Express**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: LJW Palm Beach Estates, Ltd.

Dear Gentlemen:

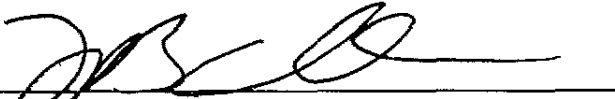
Please find enclosed the Certificate of Limited Partnership, Affidavit and Certificate Designating Place of Business for Service of Process of LJW Palm Beach Estates, Ltd.

Please file the limited partnership. A check to cover the limited partnership's filing fees in the amount of \$1,785.00, payable to the Florida Department of State, is enclosed to cover the \$1,750.00 filing fee and the \$35.00 Registered Agent fee.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By   
Larry B. Alexander

LBA:vjk

Enclosures

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF LJW PALM BEACH ESTATES, Ltd.**

The name of the Limited Partnership is LJW Palm Beach Estates, Ltd.

The address of the Limited Partnership's office is Phillips Point East Tower, Suite 1100, 777 South Flagler Drive, West Palm Beach, FL 33401.

The name and address of the agent for service of process is Jones Foster Service, LLC, 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401.

The name and business address of the general partner is Lester J. Woerner, Inc. whose address is Phillips Point East Tower, Suite 1100, 777 South Flagler Drive, West Palm Beach, FL 33401. *P97-109172*

A mailing address for the Limited Partnership is Phillips Point East Tower, Suite 1100, 777 South Flagler Drive, West Palm Beach, FL 33401.

The Limited Partnership shall be formed as of the date of filing hereof.

The latest date upon which the Limited Partnership is to dissolve is December 31, 2079.

This Certificate of Limited Partnership of LJW Palm Beach Estates, Ltd. has been executed on the 28 day of January, 2005. By such execution, the general partner whose signature is set forth below hereby affirms, under penalty of perjury, that the facts stated herein are true.

GENERAL PARTNER:

LESTER J. WOERNER, INC.

By: 

Name: Lester J. Woerner

Its: President

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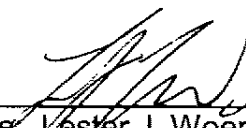
## AFFIDAVIT

The undersigned, as general partner of LJW Palm Beach Estates, Ltd., pursuant to Section 620.108(1), *Florida Statutes*, hereby attests to the following:

1. The Contribution of the initial limited partners of LJW Palm Beach Estates, Ltd. is \$4,679,000.
2. The total amount contributed and anticipated to be contributed by the limited partners of LJW Palm Beach Estates, Ltd. is \$10,000,000.00.
3. By its execution, the general partner whose signature is set forth below, hereby affirms, under the penalties of perjury, that the facts stated herein are true.

GENERAL PARTNER:

LESTER J. WOERNER, INC.

By:   
Name: Lester J. Woerner  
Title: President

STATE OF FLORIDA

COUNTY OF PALM BEACH

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, the foregoing instrument was sworn to, subscribed and acknowledged before me this 28<sup>th</sup> day of January, 2005, by Lester J. Woerner, as President of Lester J. Woerner, Inc., a Florida corporation, freely and voluntarily under authority duly vested in him by said corporation, and he is personally known to me.

(Notary Seal)



Elaine E. Gerrish  
My Commission DD347910  
Expires August 18, 2006

Notary Name: Elaine E. Gerrish  
Commission No.: DD 347910

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FLORIDA

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**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, *Florida Statutes*, the following is submitted in compliance with said Act:

That LJW Palm Beach Estates, Ltd., desiring to organize as a limited partnership under the laws of the State of Florida, has named Jones Foster Service, LLC, located at the Registered Office of the limited partnership at 505 South Flagler Drive, Suite 1100, West Palm Beach, Florida 33401, as its Registered Agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated limited partnership at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

JONES FOSTER, SERVICE, LLC

By:   
Larry B. Alexander, Manager

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TALLAHASSEE, FLORIDA

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