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Account Name : STEARNS WEAVER MILLER, ET AL.

Account Number: 076077002504 Phone: (305)789-3200

Phone : (305)/89-320 Fax Number : (305)789-339

FLORIDA LIMITED PARTNERSHIP

Gran Via Associates, Ltd.

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A05-338 A2/11/2005

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

GRAN VIA ASSOCIATES, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of GRAN VIA ASSOCIATES, 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:

Gran Via Associates, Ltd.

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

7483 S.W. 24th Street, Suite 209 Miami, Florida 33155

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

Brian J. McDonough 2200 Museum Tower 150 West Flagler Street Miami, Florida 33155

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

Gran Via GP, Inc. 7483 S.W. 24th Street, Suite 209 Miami, Florida 33155 805-19554

5. The mailing address of the Partnership is:

7483 S.W. 24th Street, Suite 209 Miami, Florida 33155

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

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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: February 11, 2005

GRAN VIA GP, INC., a Florida corporation, its sole General Partner

Name: Maria de Pedro-Gonzalez Title: Executive Director

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian McDonough hereby accepts his appointment as registered agent for Gran Via Associates, 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: February ______, 2005

Brian J. McDonough, Registered Agent

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SECRETARY OF STATE

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA	
) SS:
COUNTY OF MIAMI-DADE)
	rsigned authority, personally appeared Macia de Pedro-Conzalez, as Executive, a Florida corporation, as General Partner of Gran Via Associates,
BEFORE ME, the under	signed authority, personally appeared Maria Objective
Diagenticol Gran Via GP, Inc.	, a Florida corporation, as General Partner of Gran Via Associates,
Ltd., a Florida limited partnersh	ip (the "Partnership"), who states as follows:
1. The aggregate cap to the Partnership is \$99.90.	pital contributions made by the Limited Partners of the Partnership
O Teinmat maining	- 3 x1-4 x1- 7 2 - 12 x 3 x2 - x x - x x x - x x x x x x x x x x
	ed that the Limited Partners will make any additional contributions
to the capital of the Parmership	other than as set forth in Number 1, above.
	for an
•	GRAN VIA GP, INC., a Florida corporation,
V 7	as General Partner
,	as obligat Ladiol
, ·	By: Hay U ofean
	Name: Maria de Pédro-Gonzalez
•	Title: Executive Director
•	
	بالمد
The foregoing instrument	t was acknowledged before me this 11 day of February, 2005 by
MARIA deles AO CONZALES FREC. Di	ector of Gran Via GP, Inc., a Florida corporation, as the sole
	ociates, Ltd., a Florida limited partnership, who is personally known
to me or who has produced a dri	ver's license as identification and who did not take an oath.
	The state of the s
	J. Caldleran
	Print or Stamp Name:
	Notary Public, State of Florida at Large
	Commission No.:
	My Commission Expires:
	25 t
	Lourdee Caballaro
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