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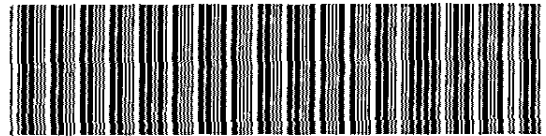
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TALLAHASSEE, FLORIDA

J. B. HARRIS APR 19 2005



CORPORATION SERVICE COMPANY

File Second

ACCOUNT NO. : 072100000032

REFERENCE : 309467 4330594

AUTHORIZATION :

Patricia P. P.

COST LIMIT : \$ 77.50

ORDER DATE : April 12, 2005

ORDER TIME : 1:38 PM

ORDER NO. : 309467-010

CUSTOMER NO: 4330594

CUSTOMER: Margaret O. Ryder, Legal Asst
Adorno & Yoss, P.a.

Suite 400
2525 Ponce De Leon Boulevard
Coral Gables, FL 33134

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FALLAHASSEE, FLORIDA

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NAME: LINCOLN ROAD PENTHOUSE, LLLP

EFFECTIVE DATE:

XX STATEMENT OF QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 2955

EXAMINER'S INITIALS: _____

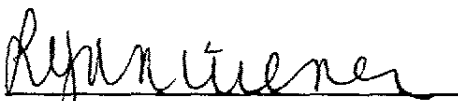
**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP
OF**

Lincoln Road Penthouse, LTD.

1. The name of the limited partnership as identified in the records of the Florida Department of State is:
Lincoln Road Penthouse, LTD. (the "Limited Partnership").
2. The complete name of the Limited Partnership after filing the Statement of Qualification shall be: Lincoln Road Penthouse, LLLP (the "partnership").
3. The street address of the chief executive office and the principal office of the Partnership is:
c/o W Properties, Inc., 2601 S. Bayshore Drive, Suite 1275, Miami, Florida 33133.
4. The Limited Partnership hereby elects to be a limited liability limited partnership.
5. The effective date of this filing shall be as of the date this document is filed with the Florida Secretary of State.
6. The name and street address of the Partnership's agent for service of process is:
Corporation Service Company, 1201 Hays Street, 2nd Floor, Tallahassee, FL 32301.

The execution of this Statement of Qualification by the undersigned General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 17th day of March, 2005.


Lynn Wiener, General Partner

Gerald Willis Moore

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TALLAHASSEE, FLORIDA

**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP
OF**

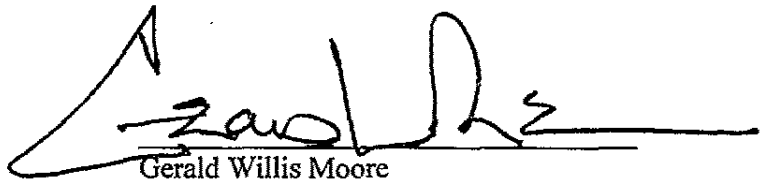
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