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To:

Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.

Account Number: 075350000132 Phone: (305)374-7580 Fax Number: (305)350-2446

FLORIDA LIMITED PARTNERSHIP

Boca Beach Townhouse LP, Ltd.

Certificate of Status	1
Certified Copy	1
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CERTIFICATE OF LIMITED PARTNERSHIP OF BOCA BEACH TOWNHOUSE LP, LTD.

The undersigned, desiring to form a limited partnership in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as set forth in Sections 620,101 to 620,192, Florida Statutes, as amended, hereby states as follows:

- 1. The name of the limited partnership is Boca Beach Townhouse LP, Ltd., a Florida limited partnership (the "Limited Partnership").
 - 2. The address of the registered office of the Limited Partnership is:

321 East Hillsboro Boulevard Deerfield Beach, Florida 33441.

3. The name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, as amended, are:

Theodore R. Stotzer
321 East Hillsboro Boulevard
Deorfield Beach, Florida 33441.

4. The name and business address of the sole general partner of the Limited Partnership are:

Boca Beach Townhouse, Inc. 321 East Hillsboro Boulevard Deerfield Beach, Florida 33441.

802-10985

5. The mailing address for the Limited Partnership is:

321 East Hillsboro Boulevard Decrifield Beach, Florida 33441.

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2055.

The execution of this Certificate of Limited Partnership by the undersigned gole general partner constitutes an affirmation that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of the Limited Partnership as of the 11th day of May, 2005.

GENERAL PARTNER:

Boca Beach Townhouse, Inc., a Florida comperation

Theodore K. Stotzer, Vice President

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, having been designated as registered agent for Boca Beach Townhouse LP, Ltd., a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that he will accept service of process for and on behalf of the Limited Partnership and that he will comply with any and all laws, including, without limitation, Section 620.192, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited partnership.

Dated: May 11, 2005.

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting the sole general partner of Boca Beach Townhouse LP, Ltd., a Florida Limited Partnership, certifies:

The amount of capital contributions to date of the limited partners is \$1.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct

GENERAL PARTNER:

Boca Beach Townhouse, Inc., a Florida corporation

hondore R. States, Vice President

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