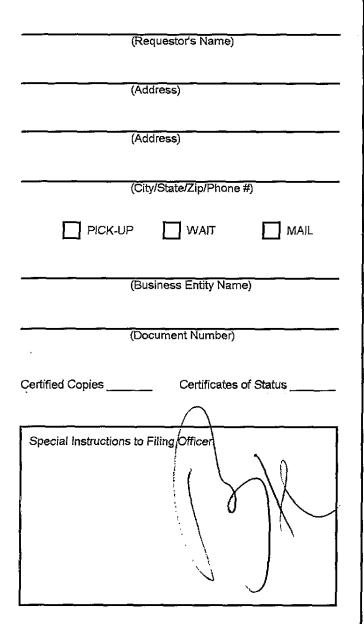
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| \ ACCESS, \                   | 236 East 611<br>Box 37966 (32315-7066)  | i Avenue . Talla                                | ltassee, Florida 3                    | 2303                 | <del>ب</del><br>ب   |
| INC. P.O.                     | Вох 3706б (32315-7066)  | ~ (850) 223                                     | 2-2666 or (800) 9                     | 69-1666 . Fax (851)  | 2295,666            |
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## CERTIFICATE OF LIMITED PARTNERSHIP

| •       | CERTIFICATE OI  | F LIMITED PARTNERSHIP   |  |  |  |
|---------|---|---|--|--|--|
| 1.      | Coral Gables Downtown Hotel, Ltd.  (Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership") |   |  |  |  |
| 2.      | 880 S. Pleasantburg Drive, Suite 3-G, Greenville, South Carolina 29607 (Business address of Limited Partnership)                            |   |  |  |  |
| 3.      | Donald Curorto (Name of Registere   | d Agent for Service of Process)   |  |  |  |
| 4.      | 300 S. Orange Avenue, Suite 1000 (Florida street a  | DJC), Orlando, Florida 32801<br>ddress for Registered Agent   |  |  |  |
| 5.      | Donald (Registered Agent must sign here to accept   | Curotto designation as Registered Agent for Service of Process)   |  |  |  |
| 6.      | 880 S. Pleasantburg Drive, Suite 3-G, Greenville, South Carolina 29607 and (Mailing address of Limited Partnership)                         |   |  |  |  |
| 7.      | The latest date upon which the Limited Partnership is to be dissolved is: <u>December 31, 2054</u> .  |   |  |  |  |
| 8.      | Name(s) of general partner(s):  | Street address:   |  |  |  |
|         | SK Investments, LLC  L 05 000525 70   | 880 S. Pleasantburg Drive, Suite 3-G<br>Greenville, South Carolina 29607  |  |  |  |
| conten  | penalties of perjury I (we) declare<br>ts thereof and that the facts stated he  | that I (we) have read the foregoing and know the  |  |  |  |
| Signed  | this <u>20</u> day of May, 2005.  |   |  |  |  |
| Signati | are of all general partners:  | GENERAL PARTNER:  |  |  |  |
|         |   | SK INVESTMENTS, LLC, A Florida Limited Liability Company  By:  Sanjayak. Rama, Member  By:  Kamal D. Rama, Member |  |  |  |

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned being the sole general partner of Coral Gables Downtown Hotel, Ltd., a Florida Limited Partnership certifies:

The amount of capital contributions to date of the limited partners is ZERO.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$250,000.00.

FURTHER AFFIANT SAYETH NOT.

Under 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.

Signed this 20th day of May, 2005.

Signature of all general partners:

GENERAL PARTNER:

SK INVESTMENTS, LLC,

A Florida Limited Liability Company

Sanjay R. Rama, Member

Kamal D. Rama, Member