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STEARNS WEAVER MILLER

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Division of Corporations

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From: Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
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FLORIDA LIMITED PARTNERSHIP

Sonrise III, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	45
Estimated Charge	\$148.75

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF LIMITED PARTNERSHIP****OF****SONRISE III, LTD.**

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of SONRISE III, 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:

**SONRISE III, LTD.**

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

2950 S. W. 27<sup>th</sup> Avenue, Suite 200  
Miami, Florida 33133

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

Brian J. McDonough  
2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130

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

TCG SONRISE III, LLC  
2950 S. W. 27<sup>th</sup> Avenue, Suite 200  
Miami, Florida 33133

5. The mailing address of the Partnership is:

2950 S. W. 27<sup>th</sup> Avenue, Suite 200  
Miami, Florida 33133

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

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

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DATED: July 14, 2005

TCG SONRISE III, LLC, a Florida limited liability company, a General Partner

By   
Lloyd L. Boggie, President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Brian J. McDonough hereby accepts his appointment as registered agent for SONRISE III, 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: July \_\_\_\_, 2005

\_\_\_\_\_  
Brian J. McDonough

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

DATED: July \_\_, 2005

TCG SONRISE III, LLC, a Florida limited liability company, a General Partner

By: \_\_\_\_\_  
Lloyd J. Boggio, President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Brian J. McDonough hereby accepts his appointment as registered agent for SONRISE III, 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: July 11, 2005

  
Brian J. McDonough

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF MIAMI-DADE         )

BEFORE ME, the undersigned authority, personally appeared Lloyd J. Boggio, as President of TCG Sonrise III, LLC, a Florida limited liability company, as General Partner of Sonrise III, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

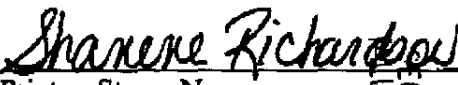
1. The aggregate capital contributions made by the Limited Partner of the Partnership to the Partnership is \$99.99.
2. It is not anticipated that the Limited Partner will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

TCG SONRISE III, LLC, a Florida limited liability company, a General Partner

By:   
Lloyd J. Boggio, President

The foregoing instrument was acknowledged before me this 12 day of July, 2005 by Lloyd J. Boggio, as President of TCG Sonrise III, LLC, a Florida limited liability company, a General Partner of Sonrise III, Ltd., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



  
Print or Stamp Name:  
Notary Public, State of Florida at Large  
Commission No.:  
My Commission Expires:

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