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FLORIDA LIMITED PARTNERSHIP

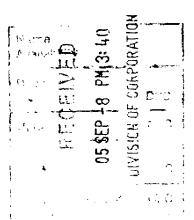
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MEMORANDUM

TO:

Florida Department of State

FROM:

Maritza Villar

RE:

W/B Pines Boulevard, Ltd.

DATE:

September 8, 2005

The Articles of Organization of W/B Pines Boulevard GP, LUC, the general partner of the above-referenced limited partnership, were filed contemporaneously herewith.

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CERTIFICATE OF LIMITED PARTNERSHIP

ÓF

W/B PINES BOULEVARD, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of W/B Pines Boulevard, Ltd., a Florida limited partnership (the "Partnership"), does hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

The name of the Limited Parmership is: 1.

W/B PINES BOULEVARD, LTD.

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

2665 South Bayshore Drive, Suite 1002 Miami, Florida 33133

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

Steams Weaver Miller Weissler Alhadeff & Sitterson, P.A. c/o Richard E. Schatz Museum Tower, Suite 2200 150 West Flagler Street Miami, Florida 33130

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

1050000 88 934 W/B Pines Boulevard GP, LLC 2665 South Bayshore Drive, Suite 1002 Miami, Florida 33133

5. The mailing address of the Partnership is:

> 2665 South Bayshore Drive, Suite 1002 Miami, Florida 33133

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

-1-

Filed by: Maritza Villar, Legal Assistant Stearns Weaver Miller et al. 150 W. Flagler St., Museum Tower #2200

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Miami, FL 33130 Ph: 305-789-3200 Fax: 305-789-3395

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

Dated: September 0, 2005

W/B PINES BOULEVARD GP, LLC, as sole general partner

Warren P. Weiser, President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Steams Weaver Miller Weissler Alhadeff & Sitterson, P.A., hereby accepts its appointment as registered agent for W/B Pines Boulevard, Ltd., a Florida limited partnership and states that it is familiar with and accepts the obligations provided for in Florida Statutes Section 620.105.

Dated: September _ , 2005

STEARNS WEAVER MILLER WEISSLER ALHADEFF & SITTERSON, P.A.

Richard E. Schatz, for the Firm

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

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Steams Weaver Miller Weissler Alhadeff & Sitterson, P.A., hereby accepts its appointment as registered agent for W/B Pines Boulevard, Ltd., a Florida limited partnership and states that it is familiar with and accepts the obligations provided for in Florida Statutes Section 620.105.

Dated: September 3, 2005

STEARNS WEAVER MILLER WEISSLER

ALHADSEF & SITTERSON, P.A.

Richard E. Schatz, for the Firm

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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

BEFORE ME, the undersigned authority, personally appeared Warren P. Weiser, as President of W/B Pines Boulevard GP, LLC, a Florida limited liability company, as sole General Partner of W/B Pines Boulevard, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

- 1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.00.
- 2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

W/B PINES BOULEVARD GP, LLC, as sole General partner

Warren P. Weiser, President

The foregoing instrument was acknowledged before me this g day of September, 2005, by Warren P. Weiser, as President of W/B Pines Boulevard GP, LLC, a Florida limited liability company, as sole General Partner of W/B Pines Boulevard, Ltd., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.

Print or Stamp Name: Evelyn C Hernandez Notary Public, State of Florida at Large

Commission No.: DD 339900
My Commission Expires: 7/21/03

COMPLISION & DD3399

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