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From:

Account Name : STEARNS WEAVER MILLER, ET AL.

Account Number: 076077002504 Phone: (305)789-3200

Fax Number

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FLORIDA LIMITED PARTNERSHIP

TRG St. Regis, Ltd.

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

TRG ST. REGIS, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of TRG ST. REGIS, 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:

TRG ST. REGIS, LTD.

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

2828 Coral Way, Penthouse Suite Miami, Florida 33145

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

Angel A. Hernandez 2828 Coral Way, Penthouse Suite Miami, Florida 33145

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

TRG St. Regis, Inc. 2828 Coral Way, Penthouse Suite Miami, Florida 33145 POS-128112

5. The mailing address of the Partnership is:

2828 Coral Way, Penthouse Suite Miami, Florida 33145

6. The latest date upon which the Partnership shall dissolve is December 31, 2054.

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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: September /6, 2005

TRG ST. REGIS, INC., a Florida corporation, as General Partner

Angel A. Hernandez, Vice President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Angel A. Hernandez hereby accepts his appointment as registered agent for TRG ST. REGOS, 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: September // , 2005

Angel A. Hernandez

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Angel A. Hernandez, as Vice President of TRG ST. REGIS, INC., a Florida corporation, as General Partner of TRG ST. REGIS, 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.

TRG ST. REGIS, INC., a Florida comporation, as General Partner

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By:

Angel A. Hernandez, Vice President 72:

The foregoing instrument was acknowledged before me this 6 day of September, 2005 by Angel A. Hernandez, as Vice President of TRG St. Regis, Inc., a Florida corporation, as General Partner of TRG St. Regis, Ltd., a Florida limited partnership (the "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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