

Certificate of Limited Partnership

A05000001804

FILED

September 27, 2005

Sec. Of State

gharvey

Name of Limited Partnership:

SUNVEST USA 44 LIMITED PARTNERSHIP

Business Address of Limited Partnership:

823 UNIVERSITY BOULEVARD
SUITE 204
JUPITER, FL. US 33458

Mailing Address of Limited Partnership:

823 UNIVERSITY BOULEVARD
SUITE 204
JUPITER, FL. US 33458

The name and Florida street address of the registered agent is:

MR 44 RA LLC
823 UNIVERSITY BOULEVARD
SUITE 204
JUPITER, FL. 33458

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: KENNETH RATNER

The latest date upon which the Limited Partnership is to be dissolved is:

2044

The name and address of all general partners are:

Title: G
SUNVEST MR 44 GP INC
823 UNIVERSITY BOULEVARD
JUPITER, FL. 33458 US

Affidavit of Capital Contributions For Florida Limited Partnership

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The undersigned constituting all of the general partners of:
SUNVEST USA 44 LIMITED PARTNERSHIP

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is:
0.00

The total amount contributed and anticipated to be contributed by the
limited partners at this time totals:
25,000,000.00

Signed this Twenty Seventh day of September, 2005

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

General Partner Signature: MARC ROBERTS