

**A05000001838**

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**FLORIDA LIMITED PARTNERSHIP  
HILLSBOROUGH PROPERTY VENTURES, LTD.**

Certificate of Status	0
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**CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF**  
**HILLSBOROUGH PROPERTY VENTURES, LTD.**

The undersigned General Partner hereby forms a limited partnership pursuant to and in accordance with the Florida Revised Uniform Limited Partnership Act (Florida Statutes Section 620.101, et. seq.) as follows:

1. Name.

The name of the limited partnership (the "Partnership") is  
**HILLSBOROUGH PROPERTY VENTURES, LTD.**

2. Registered Office.

The registered office of the Partnership in the State of Florida is c/o White & Case LLP, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

3. Registered Agent.

The name and address of the registered agent of the Partnership for service of process on the Partnership in the State of Florida is Frederic L. Levenson, c/o White & Case LLP, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

4. General Partner.

The name and business address of the General Partner is as follows:

Hillsborough Property Ventures, LLC  
c/o White & Case LLP  
200 South Biscayne Boulevard, Suite 4900  
Miami, Florida 33131

5. Mailing Address.

The mailing address of the Partnership is c/o White & Case LLP, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

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6. Dissolution.

The latest date upon which the Partnership will dissolve is December 31,  
2035.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of  
Limited Partnership as of the 28th day of September, 2005

GENERAL PARTNER:

HILLSBOROUGH PROPERTY VENTURES, LLC

By:   
Name: Frederic L. Levenson  
Title: Authorized Representative

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**CERTIFICATE DESIGNATING REGISTERED AGENT**

**AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 620.192, the following is submitted:

HILLSBOROUGH PROPERTY VENTURES, LTD., desiring to organize as a limited partnership under the laws of the State of Florida, has designated c/o White & Case LLP, 200 South Biscayne Boulevard, Suite 4900, Miami, Florida 33131, as its initial Registered Office and has named Frederic L. Levenson located at said address as its initial Registered Agent.

HILLSBOROUGH PROPERTY VENTURES, LLC  
General Partner

By:   
Name: Frederic L. Levenson  
Title: Authorized Representative

Having been named Registered Agent for the above stated limited partnership, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 620.192 relative to keeping open said office.

By:   
Frederic L. Levenson  
Registered Agent

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, personally appeared Frederic L. Levenson, Authorized Representative of HILLSBOROUGH PROPERTY VENTURES, LLC, a Florida limited liability company, constituting the sole General Partner of HILLSBOROUGH PROPERTY VENTURES, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certified as follows:

1. The actual amount of capital contributions of the limited partners is \$2,000,000.
2. The total anticipated amount of the capital contributions of the limited partners is \$2,000,000.

This 28th day of September, 2005.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

HILLSBOROUGH PROPERTY VENTURES, LLC

By:   
Name: Frederic L. Levenson  
Title: Authorized Representative

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