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From:

Account Name : CORPORATION SERVICE COMPANY
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Phone : (850) 521-1000
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FLORIDA LIMITED PARTNERSHIP

ST. THOMAS, LTD.

Certificate of Status	0
Certified Copy	1
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DIVISION OF CORPORATION
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05 OCT 13 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

OF

ST. THOMAS, LTD.

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TALLAHASSEE, FLORIDA

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 ST. THOMAS, 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:

St. Thomas, LLC
c/o Newport Property Ventures, Ltd.
3211 Ponce de Leon Boulevard, Suite 202
Coral Gables, Florida 33134

L05-100932

5. Mailing Address.

The mailing address of the Partnership is c/o Newport Property Ventures, Ltd., 3211 Ponce de Leon Boulevard, Suite 202, Coral Gables, Florida 33134.

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 22nd day of October, 2005

GENERAL PARTNER:

ST. THOMAS, LLC

By: 

Name: Frederic L. Levenson

Title: Authorized Representative

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TALLAHASSEE, FLORIDA

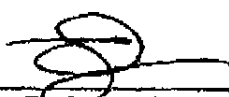
CERTIFICATE DESIGNATING REGISTERED AGENT

AND REGISTERED OFFICE

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

ST THOMAS, 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.

ST. THOMAS, LLC
General Partner

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

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TALLAHASSEE, FLORIDA

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

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Frederic L. Levenson, Authorized Representative of ST. THOMAS, LLC, a Florida limited liability company, constituting the sole General Partner of ST. THOMAS, 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 \$100,000.
2. The total anticipated amount of the capital contributions of the limited partners is \$100,000.


This 13th day of October 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:

ST. THOMAS, LLC

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

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