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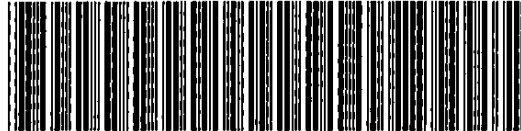
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 134431 5051651

AUTHORIZATION :

*[Signature]*

COST LIMIT : \$ 1052.50

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2006 MAY 26 PM 3:43  
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TALLAHASSEE, FLORIDA

ORDER DATE : May 25, 2006

ORDER TIME : 12:38 PM

ORDER NO. : 134431-010

CUSTOMER NO: 5051651

DOMESTIC FILING

NAME: SAINT JAMES HOTEL CONDOMINIUM  
DEVELOPERS, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP  
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: \_\_\_\_\_

**CERTIFICATE OF LIMITED PARTNERSHIP  
FOR  
FLORIDA LIMITED PARTNERSHIP**

**SAINT JAMES HOTEL CONDOMINIUM DEVELOPERS, LTD.**

1. **Name:** The name of the Partnership shall be:

**SAINT JAMES HOTEL CONDOMINIUM DEVELOPERS, LTD.**

2. **Street and Mailing Address:** The street and mailing address of the initial designated office of the Partnership shall be:

9999 S.W. 89<sup>th</sup> Court  
Miami, FL 33176

3. **Registered Agent:** The Registered Agent and Registered Office of the Partnership in the State of Florida is:

**Name:** Richard M. Mogerman, Esq.  
**Address:** 150 South Pine Island Road, Suite 330  
Plantation, Florida 33324

**Acceptance of Appointment of Registered Agent:**

*I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
Richard M. Mogerman, Esq.

4. **LLLP Election:** The Partnership does not elect to be a limited liability limited partnership.

5. **General Partner:** The name and address of the sole general partner of the Partnership is:

**SAINT JAMES HOTEL DEVELOPERS GP, INC.**  
9999 S.W. 89<sup>th</sup> Court  
Miami, FL 33176

6. **Effective Date:** The effective date shall be the date of filing of this Certificate with the Florida Department of State.

**IN WITNESS WHEREOF,** the undersigned does hereby execute this Certificate of Limited Partnership this 25 day of May, 2006.

**GENERAL PARTNER:**

**SAINT JAMES HOTEL DEVELOPERS GP,  
INC., a Florida corporation,**

By:   
Bayard Spector, President

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