

10/23/2006 1:11 FAX 3057893490

STEARNS WEAVER MILLER

10/23/2006

Division of Corporations

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Florida Department of State
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FLORIDA/FOREIGN LP/LLP

Butters Real Estate Fund V, LLLP

Certificate of Status	1
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CERTIFICATE

OF

LIMITED LIABILITY LIMITED PARTNERSHIP

OF

BUTTERS REAL ESTATE FUND V, LLLP

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the sole General Partner of Butters Real Estate Fund V, LLLP, a Florida limited liability 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 Partnership is:
BUTTERS REAL ESTATE FUND V, LLLP
2. The mailing address and street address of the Partnership currently is:
6820 Lyons Technology Circle, Suite 100
Coconut Creek, Florida 33073
3. The name and address of the agent for service of process on the Partnership are:
Jane A. Houk
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130
4. The name and address of the General Partner of the Partnership are:
BUTTERS CAPITAL V, LLC
6820 Lyons Technology Circle, Suite 100
Coconut Creek, Florida 33073
5. The Partnership elects to be a limited liability limited partnership.

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ALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Liability Limited Partnership as General Partner, pursuant to the provisions of Section 620.1204 of the Florida Revised Uniform Limited Partnership Act of 2005.

DATED: October 11, 2006

BUTTERS CAPITAL V, LLC, a Florida
limited liability company, General Partner

By: _____
Malcolm Butters, Manager

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Jane A. Houk, hereby accept my appointment as registered agent of Butters Real Estate Fund V, LLLP, a Florida limited liability limited partnership. 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.

DATED: October 12, 2006

Jane A. Houk

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TALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Liability Limited Partnership as General Partner, pursuant to the provisions of Section 620.1204 of the Florida Revised Uniform Limited Partnership Act of 2005.

DATED: October ____, 2006

BUTTERS CAPITAL V, LLC, a Florida
limited liability company, General PartnerBy: _____
Malcolm Butters, Manager

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Jane A. Houk, hereby accept my appointment as registered agent for Butters Real Estate Fund V, LLLP, a Florida limited liability limited partnership. 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.

DATED: October 12, 2006

Jane A. Houk
Jane A. Houk

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