

A06 00000 1297

Mark Hasner

(Requestor's Name)

Therrel Baisden, PA

(Address)

1 SE 3rd Ave, Ste 2950

(Address)

Miami FL 33131

(City/State/Zip/Phone #)



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

OF

ONE REAL ESTATE INVESTMENT HOLDINGS, LTD.

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act of 2005 as set forth in Section 620.1201 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is ONE REAL ESTATE INVESTMENT HOLDINGS, LTD.

2. The street and mailing address of the initial designated office of the Partnership is: 1110 Brickell Avenue Suite 412, Miami, Florida 33131.

3. The name and address of the agent for service of process on the Partnership is Mark M. Hasner, Esq., Therrel Baisden P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2950, Miami, Florida 33131.

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

ONE REAL ESTATE INVESTMENT, INC.
1110 Brickell Avenue Suite 412
Miami, Florida 33131

5. The effective date of this Certificate of Limited Partnership shall be upon filing with the Department of State.

6. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by an authorized representative of ONE REAL ESTATE INVESTMENT, INC., a Florida corporation, as General Partner

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of ONE REAL ESTATE INVESTMENT HOLDINGS, LTD.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of ONE REAL ESTATE INVESTMENT HOLDINGS, LTD. this 3rd day of November, 2006.

GENERAL PARTNER

ONE REAL ESTATE INVESTMENT,
INC., a Florida corporation

By: Mark M. Hasner, attorney in-fact

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for ONE REAL ESTATE INVESTMENT HOLDINGS, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

REGISTERED AGENT

By: Mark M. Hasner

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