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Division of Corporations
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From:
Account Name : Berman Rennert Vogel & Mandler, PA
Account Number : 076103002011
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FLORIDA/FOREIGN LP/LLP

Key Bay Club, LLLP

Certificate of Status	1
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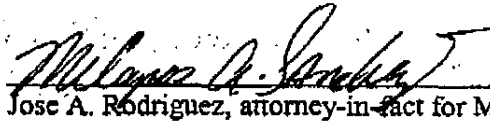
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CERTIFICATE OF LIMITED PARTNERSHIP

OF

KEY BAY CLUB LLLP.

- 1. Name of the Limited Partnership: **Key Bay Club LLLP.**
- 2. Principal and mailing address of the Limited Partnership: 1300 Brickell Avenue, Miami, Florida 33131.
- 3. Name and address of the Registered Agent for Service of Process: Milagros A. Sanchez at 1300 Brickell Avenue, Miami, Florida 33131.
- 4. Having been named as registered agent to accept service of process for the above stated limited partnership at the place designated in this application, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



 Jose A. Rodriguez, attorney-in-fact for Milagros A. Sanchez

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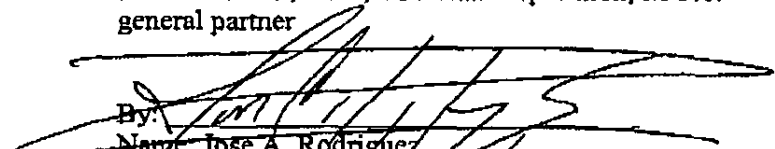
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- 5. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2030.
- 6. The Limited Partnership elects to be a limited liability limited partnership.
- 7. Name and Address of the General Partner: KB Club GP, Inc., located at 1300 Brickell Avenue, Miami, Florida 33131.
- 8. This Certificate of Limited Partnership shall become effective as of March 6th, 2007.

Under penalties of perjury the authorized representative of the undersigned declares that he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Signed this 6th day of March, 2007.

KB CLUB GP, INC., a Florida corporation, its sole general partner

By: 
 Name: Jose A. Rodriguez
 Title: Authorized Representative

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