To: The Florida Dept. of State Subject: 000150.104385

From: Ashley Smith

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Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

Fax Number : (850)617~6383

Account Name

: CORPDIRECT AGENTS, INC.

Account Number : 110450000714 Phone

: (850)222-1173

Fax Number

: (850)224-1640

000150.104385

* File LLC *
after filing*

FLORIDA/FOREIGN LP/LLLP

EWE WAREHOUSE INVESTMENTS XXIV, LTD.

Certificate of Status	. 0
Certified Copy	1
Page Count	04
Estimated Charge	\$1,052.50

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MAM & 2009

EXAMINER

C. LEWIS

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SECRETARY OF STATE TALLAHASSEE, FLORIDA CERTIFICATE OF LIMITED PARTNERSHIP OF EWE WAREHOUSE INVESTMENTS XXIV, LTD.

The undersigned, being the General Partner of EWE Warehouse Investments XXIV, Ltd., a Florida limited partnership, does hereby execute this Certificate, and hereby affirms, under penalty of perjury, that the facts stated herein below are true:

- 1. The name of the limited partnership is EWE Warehouse Investments XXIV, Ltd.
- 2. The address of the record keeping office of the limited partnership is:

10165 N.W. 19th Street Miami, Florida 33172

3. The name and address of the agent for service of process on the limited partnership is:

Edward J. Easton 10165 N.W. 19th Street Miami, Florida 33172

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

EWE Warehouse Investments XXIV, LLC 10165 N.W. 19th Street Miami, Fiorida 33172

5. The mailing address for the limited partnership is:

10165 N.W. 19th Street Miami, Florida 33172

6. The limited partnership shall continue in perpetuity, unless sooner dissolved.

[Signature Appears on Next Page]

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SECRETARY OF STATE TALLAHASSEE, FLORIDA AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the general partner of EWE Warehouse Investments XXIV, Ltd., a Florida limited partnership, certifies:

The amount of the capital contributions to date of the limited partners is \$0.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,150,000.

Further affiant sayeth not.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated this 5 day of May, 2009.

EWE WAREHOUSE INVESTMENTS XXIV, LTD.

By: EWE WAREHOUSE INVESTMENTS XXIV, LLC, as its General Partner

> Name: Edward J. Easton Title: Managing Member

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SECRETARY OF STATE TALLAHASSEE. FLORIDA

EWE WAREHOUSE INVESTMENTS XXIV, LTD.

By: EWE WAREHOUSE INVESTMENTS XXIV, LLC, as its General Partner

Name: Edward J. Easton Title: Managing Member

ACCEPTANCE AS REGISTERED AGENT

The undersigned, Edward J. Easton, having a business address of 10165 N.W. 19th Street, Miami, Florida 33172, does hereby accept its appointment as Registered Agent of EWE Warehouse Investments XXIV, Ltd., a Florida limited partnership.

Edward I Fastan