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Florida Department of State  
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Account Name : STEARNS WEAVER MILLER WEISSLER ALHADEFF & SITTERSON  
Account Number : I20060000135  
Phone : (305) 789-3200  
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Email Address: LWong@apcommunities.com

FLORIDA/FOREIGN LP/LLP  
ST. ANDREW TOWERS II, LTD.

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF**  
**ST. ANDREW TOWERS II, LTD.**

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the General Partner of St. Andrew Towers II, Ltd., a Florida limited partnership (the "Partnership"), hereby executes and submits for filing with the Florida Department of State this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:  
**ST. ANDREW TOWERS II, LTD.**
2. The mailing address and street address of the Partnership currently is:  
2950 S. W. 27<sup>th</sup> Avenue, Suite 200  
Miami, Florida 33133
3. The name and address of the agent for service of process on the Partnership are:  
Brian J. McDonough  
2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130
4. The name and address of the General Partner of the Partnership are:  
St. Andrew Towers II GP, LLC  
Document No. L15000086230  
2950 S. W. 27<sup>th</sup> Avenue, Suite 200  
Miami, Florida 33133

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

DATED: May 19, 2015

GENERAL PARTNER:

ST. ANDREW TOWERS II GP, LLC, a  
Florida limited liability company

By: APC St. Andrew Towers II, LLC, a  
Florida limited liability company, its Manager

By: APCHD MM Inc., a Delaware corporation,  
its Manager

Name: Howard D. Cohen  
Title: Chief Executive Officer

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

I, Brian J. McDonough, hereby accept my appointment as registered agent for St. Andrew Towers II, Ltd., a Florida 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: May \_\_, 2015

\_\_\_\_\_  
Brian J. McDonough

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

DATED: May \_\_\_\_, 2015

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Florida limited liability company

By: APC St. Andrew Towers II, LLC, a  
Florida limited liability company, its Manager

By: APCHD MM Inc., a Delaware corporation,  
its Manager

Name: \_\_\_\_\_

Title: \_\_\_\_\_

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DATED: May 19, 2015

  
Brian J. McDonough