

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYT STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

CSC networks

MAIL TO:
P.O. BOX 5028
TALLAHASSEE, FL 32314

A95000000401

800-342-8086

ACCOUNT NO. : 072100000032

REFERENCE : 560703 9216A

AUTHORIZATION : *Patricia Pizulo*

COST LIMIT : \$ 719.74

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 15 PM 1:34

ORDER DATE : March 15, 1995

ORDER TIME : 11:01 AM

ORDER NO. : 560703

000001430180

CUSTOMER NO: 9216A

CUSTOMER: Nicholas M. Daniels, Esq
THERREL BAISDEN & MEYER WEISS

Suite 500
1111 Lincoln Road
Miami Beach, FL 33139

DOMESTIC FILING

NAME: OMH/JOHNSON SQUARE, LTD.

G. TAX _____
FILING _____
R. AGENT FEE _____
C. COPY _____
TOTAL _____
N. BANK _____
BALANCE DUE _____
REFUND _____

ARTICLES OF INCORPORATION
☒ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

EXAMINER'S INITIALS: *mk*
3/15/95

CERTIFICATE OF LIMITED PARTNERSHIP

OF

GMH/JOHNSON SQUARE, LTD.

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The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is GMH/Johnson Square, Ltd.
2. The address of the office of the Partnership is 1541 Sunset Drive, Suite 300, Coral Gables, Florida 33143.
3. The name and address of the agent for service of process on the Partnership is Gerald M. Higier, 1541 Sunset Drive, Suite 300, Coral Gables, Florida 33143.
4. The name and business address of the corporate General Partner is as follows:

Johnson Square, Inc. *K93430*
c/o Southeast Shopping Centers Corp.
1541 Sunset Drive, Suite 300
Coral Gables, Florida 33143

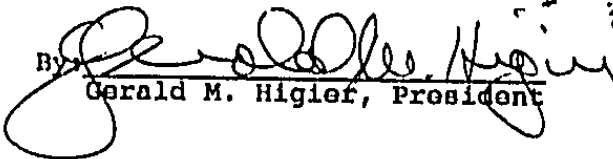
5. The mailing address of the Partnership is c/o Southeast Shopping Centers Corp., 1541 Sunset Drive, Suite 300, Coral Gables, Florida 33143.
6. The latest date upon which the Partnership shall dissolve is February 28, 2046.
7. The effective date of this Certificate of Limited Partnership shall be upon filing with the Department of State.

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 GMH/Johnson Square,
Ltd. this 14th day of March, 1995.

GENERAL PARTNER

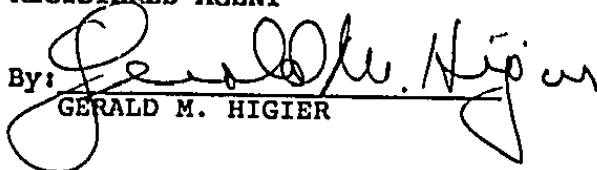
Johnson Square, Inc., a Florida
corporation

By: 
Gerald M. Higier, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for GMH/Johnson Square,
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: 
GERALD M. HIGIER

NMD\HIGIER\JOHN-CER.LTD

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

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SECTION OF
DIVISION OF
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared Gerald M. Higler, as President of Johnson Square, Inc., a Florida corporation, which is the General Partner of GMH/Johnson Square, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", c/o Southeast Shopping Centers Corp., 1541 Sunset Drive, Suite 300, Coral Gables, Florida 33143, who upon being fully sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each Limited Partner is as follows:

Gerald M. Higler c/o Southeast Shopping Centers Corp. 1541 Sunset Drive, Suite 300 Coral Gables, Florida 33143	\$ 90,325.00
Total	\$ 90,325.00

2. The amount of additional capital contributions anticipated to be contributed by each Limited Partner is as follows:

Gerald M. Higler c/o Southeast Shopping Centers Corp. 1541 Sunset Drive, Suite 300 Coral Gables, Florida 33143	\$ -0-
Total	\$ -0-

FURTHER AFFIANT SAITH NAUGHT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

JOHNSON SQUARE, INC.,
a Florida corporation

By:

Gerald M. Higier
Gerald M. Higier, President

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Dated: March 14, 1995

The foregoing instrument was acknowledged before me this 14th day of March, 1995, by Gerald M. Higier, as President of JOHNSON SQUARE, INC., a Florida corporation, the General Partner of the Partnership, who is personally known to me or has produced _____ as identification.

Ellen Rose
Notary Public, State of Florida
at Large

My Commission Expires:

Ellen Rose
OFFICIAL NOTARY SEAL
ELEN ROSE
NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION NO. CC390411
MY COMMISSION EXP. SEPT 28, 1998

NMD\HIGIER\John-Cap.Aff

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