

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
904-222-9171
904-222-0191 FAX

CSO networks

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

000-342-8006

A9500000427

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 17 PM 12:12

ACCOUNT NO. : 072100000032

REFERENCE : 561988 4656A

AUTHORIZATION :

COST LIMIT : 0

ORDER DATE : March 17, 1995

ORDER TIME : 9:46 AM

ORDER NO. : 561988

CUSTOMER NO: 4656A

100001485891
-03/22/95--01018--002
***1837.50 ***1837.50

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

RECEIVED
MAR 17 AM 10:48
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: INTERNATIONAL PLACE ASSOCIATES
III, LTD.

☐ 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: Gail L. Shelby

EXAMINER'S INITIALS:

G. TAX _____
FILING 1750.00
R. AGENT FEE 35.00
G. COPY 52.50
TOTAL 1837.50
V. BANK _____
BALANCE DUE _____
FUND _____

3/17/95
N/K

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
INTERNATIONAL PLACE ASSOCIATES III, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 17 PM 1:12

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1990), and §620.108 of the Florida Statutes, the undersigned, being all of the General Partners of INTERNATIONAL PLACE ASSOCIATES III, LTD., hereby duly execute and file with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is INTERNATIONAL PLACE ASSOCIATES III, LTD.
2. The business address and the mailing address of the limited partnership is 300 Greco Avenue, Coral Gables, FL 33146.
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

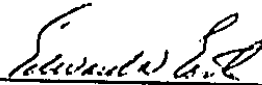
Edward W. Easton

4. The Florida street address for the registered agent is:

**300 Greco Avenue
Coral Gables, FL 33146**

5. **Acceptance of Appointment of Registered Agent:**

Having been named the statutory registered agent of INTERNATIONAL PLACE ASSOCIATES III, LTD., at the place designated in this Certificate of Limited Partnership of INTERNATIONAL PLACE ASSOCIATES III, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.



Edward W. Easton, Registered Agent

Dated: March 16, 1995.

6. The name and business address of the general partner is as follows:

INTERNATIONAL PLACE DEVELOPMENT II, INC.

300 Greco Avenue
Coral Gables, FL 33146

1940000 38991

7. The latest date upon which the limited partnership is to dissolve is December, 2045.

IN WITNESS WHEREOF, the Sole General Partner has executed the foregoing Certificate of Limited Partnership on the 16th day of March, 1995 in accordance with §620.114 Florida Statutes.

INTERNATIONAL PLACE DEVELOPMENT II,
INC., a Florida corporation, general partner

BY:

Edward W. Easton
Edward W. Easton, President

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION
95 MAR 17 PM 12:12

AFFIDAVIT

THE UNDERSIGNED, constituting all of the general partners of INTERNATIONAL PLACE ASSOCIATES III, LTD., a Florida Limited Partnership, hereby certify as follows:

1. The amount of capital contributions to date of the limited partners is:
\$ - 0 -.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 8,500,000.00.

FURTHER AFFIANT SAYETH NOT.

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.

INTERNATIONAL PLACE DEVELOPMENT II,
INC., a Florida corporation, general partner

BY:

Edward W. Easton
Edward W. Easton, President

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-232-9870
904-232-9871 FAX

800-342-8086

A95000000 427



ACCOUNT NO. : 0721000000032

REFERENCE : 648600 4656A

AUTHORIZATION :

COST LIMIT : \$ 105.00

Petition Tzuits

ORDER DATE : July 26, 1995

ORDER TIME : 10:25 AM

ORDER NO. : 648600

CUSTOMER NO: 4656A

CUSTOMER: Elizabeth Galvin, Legal Asst
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

400001546804

RUSH WILL WAIT

DOMESTIC AMENDMENT FILING

NAME: INTERNATIONAL PLACE ASSOCIATES
III, LTD.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

7/26/95
BR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 26 PM 1:31

GREENBERG

ATTORNEYS AT LAW

TRAUBIG

RECEIVED
JUL 26 1995
STATION 10

Leonard J. Adler
Fernando G. Alonso
Gustav L. Alvarez
Liliana Armas
Daniel H. Aronson
David C. Ashburn
Charles M. Auslander
Fred W. Baggett
Kerri L. Barsh
Hilarie Bass
V. Dawn Belghey
Norman J. Benford
Dale S. Bergman
Paul Berkowitz
Bridget Berry
Mark E. Bileau
Lawrence Jon Bielby
Mark D. Bloom
Reginald L. Bouthillier, Jr.
Howard Bregman
Francis B. Bragan, Jr.
Burt Bruton
Gabriel Buigas
Bernardo Burstein
Joseph A. Cathallo
David H. Chase
Michael J. Cherniga
Ary Choukro
Sue M. Gold
C. Deryl Gold
Jimmy D. Grogan
Miguel A. Hernandez

Alan J. Dimond
Trini L. Donato
Lucia A. Dougherty
Candace H. Duff
William R. Eck
Kenneth Edelman
Arthur J. England, Jr.
Gary M. Epstein
Elvira A. Everhann
Andrea E. Fisher
Jaige L. Fireland
Jeffrey H. Fried
Rolin E. Friedman
Robert G. Gang
Richard G. Garrett
Brian K. Gatt
David J. George
Jeffrey Gilbert
Laura L. Gillan
Bruce H. Giles-Klein
Richard J. Glusko
Lawrence Goldofsky
Joel K. Goldman
Steven E. Goldman
Glenn E. Goldstein
Joseph G. Goldstein
Steven S. Goodman
Matthew H. Gorton
Dianne Greenberg
Barbara A. Hall
Paige A. Harper

Fred F. Harris, Jr.
Steven M. Hoffman
Alberto M. Hernandez
Jeffrey A. Hira
Kenneth C. Hoffman
Larry J. Hoffman
Kenneth A. Horky
John Harrison Hough
Gerald J. Houghan
Andrew Hulsh
John H. Hutton
Lisa Iglesias
Keith A. James
Martin Kalb
Steven M. Katzman
David S. Kenin
Holly W. Kimmel
Steven J. Kravitz
Alan S. Krischer
J. D. Boone Kuersteiner
Christopher L. Kuzner
Ronald G. LaFace
Gustavo J. Lamelas
Steven A. Landy
Steven B. Lapilus
Linda E. Latrea
Nancy H. Lash
Mushe M. Lefffield
James P. S. Leshaw
Marc S. Levin
Oscar Levin
Michael P. Levinson

Norman H. Lipoff
Carlos E. Lounie
Joan P. Lounie
Bruce E. Macdonough
Robert D. Macina
Alfred J. Maldatto
Samantha H. Malloy
Fernando Margarit
Ines Matute-Prigues
Enrique J. Martin
John A. Martin
Roberto Martinez
Pedro J. Martinez-Fraga
Joel D. Maser
Juan J. Mayol, Jr.
Craig T. McClung
Robert H. McDonald
Janice W. Newman
Mauri R. Olicker
Rebecca H. Orand
Debbie M. Orshofsky
Alleen Ortega
A. Flesner Pardo
Steven J. Pardo
Rose Parish-Ramon
Michael G. Park
Marshall R. Pasternack
Sylvia S. Penneys
Sheldon S. Polish
Roberta H. Pupo
Albert D. Quentel
Vivian Paros Quiroga

Daniel E. Reed
C. Ryan Reetz
Mark J. Reisman
Harry Scott Richard
Douglas J. Rillstone
Andres Rivera
A. Jeffrey Robinson
Kenneth R. Robinson
Raquel A. Rodriguez
Alan H. Rubinick
Marcin S. Rosen
Richard A. Rosenbaum
Eric D. Rosenberg
Ronald M. Rosengarten
David L. Ross
Stephen D. Sanford
Gary A. Saul
Elliot H. Scherker
Mark P. Schnapp
Clifford A. Schulman
Bandy J. Shaw
Paul A. Shelnwitz
Brian J. Sherr
Lawrence Silverman
Marlene K. Silverman
Holly R. Skulnick
Denise Mendes Smith
Lori A. Sorbin
Charles E. Stiver, Jr.
Joel L. Stocker
Douglas R. Thornburg
Robert H. Traubig

Isabel Tubla
Merrill A. Usher
Richard D. Walsh
Keith D. Weinstein
Fern S. Wells
Elise D. Winkley
Gary Winkfield
Jeffrey Winkman
David E. Wyle
Bradford D. Young
Howard W. Whitaker
Kelly Whiter
William S. Wilson
Jerrold A. Wish
Timothy D. Wolfe
Linda G. Worton
Arthur G. Young
Julie A. Zahner
Robert A. Zinn

Of Counsel

Arnold J. Hoffman
Patricia Menendez Camilo
Patrick T. O'Brien
Allan Salomon
Paul E. Shapiro
H. Allan Shore
Craig E. Stein
Marc M. Watson
Julie A.S. Williamson

July 25, 1995

Florida Division of Corporations
LIMITED PARTNERSHIP SECTION
P. O. Box 6327
Tallahassee, Florida

RE: INTERNATIONAL PLACE ASSOCIATES III, LTD.

Enclosed herewith are three (3) duly executed originals of a Certificate of Amendment to Certificate of Limited Partnership for the captioned Limited Partnership. Also enclosed is a check in the amount of \$ 105.00 to cover the cost of filing and one certified copy. Please stamp the third copy and return all to me.

Should anything further be required, please do not hesitate to contact me.

Very truly yours,



**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
INTERNATIONAL PLACE ASSOCIATES III, LTD.**

95 JUL 26 PM 1:55
RECEIVED
FLORIDA SECRETARY OF STATE

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1993), and §620.109 of the Florida Statutes, the undersigned, being the Sole General Partner of INTERNATIONAL PLACE ASSOCIATES III, LTD., does hereby duly execute and file with the Florida Secretary of State this Certificate of Amendment to Certificate of Limited Partnership.

1. The name of the limited partnership is INTERNATIONAL PLACE ASSOCIATES III, LTD.
2. The date of filing of the original Certificate of Limited Partnership was **March 17, 1995** under Document #95000000427.
3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to reflect the **correct** general partner of the limited partnership as indicated below:

GENERAL PARTNER

INTERNATIONAL PLACE DEVELOPMENT II, LTD.
300 Greco Avenue
Coral Gables, FL 33146

A94000000713

4. Except as hereby amended, the Certificate of Limited Partnership shall remain the same.

IN WITNESS WHEREOF, the general partner has executed this Certificate of Amendment to Certificate of Limited Partnership on the 25th day of July, 1995 for the purposes herein expressed.

GENERAL PARTNER:

INTERNATIONAL PLACE DEVELOPMENT II, LTD., a
Florida limited partnership, general partner

BY: INTERNATIONAL PLACE DEVELOPMENT II,
INC., a Florida corporation, general partner

BY: Edward W. Easton
EDWARD W. EASTON, President

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra Mathiam
Secretary of State
DIVISION OF CORPORATIONS

FILED

95 DEC 18 PM 1:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1n. DOCUMENT #
A95000000427

INTERNATIONAL PLACE ASSOCIATES III, LTD.

96-AR

CM

Mailing Address

300 GRECO AVENUE
CORAL GABLES FL 33146

Principal Office Address

300 GRECO AVENUE
CORAL GABLES FL 33146

If above addresses are incorrect in any way, file through the secretary of state and enter correct information in Box 2 and Box 2a.

3. Date Formed or Registered to Do Business in
FLORIDA
03/17/1995

3a. Date of Last Report
1995

4. State or Country of Formation
FL

5a. Capital Contributions as Shown
on Record
\$8,500,000.00

5b. Amount of Capital Contributions in
FLORIDA to date
\$8,500,000.00

6. FID Number
65-0583355

7. CERTIFICATE OF STATUS REQUIRED
Applied Fee
Not Applicable
\$5.75 Affidavit Fee required
upon Certificate of Status

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.
2) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75).
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

EASTON, EDWARD W
300 GRECO AVENUE
CORAL GABLES FL 33146

10. If changed, new Registered Agent/Office

Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. # etc.
City
FL Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.102, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent or both in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of section 620.102, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

INTERNATIONAL PLACE DEVELOPM

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

300 GRECO AVENUE

11b. City, State & Zip Code

CORAL GABLES FL 33146

11c. Registration/
Document Number

A94000000713

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

SIGNATURE

Edward W. Easton

DATE 12/13/95

Typed or Printed Name of General Partner Signing Form

EDWARD W. EASTON, PRESIDENT

Telephone Number (305) 448-9999