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LEGAL & FINANCIAL SERVICES

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 11 PM 3:41

ACCOUNT NO. : 072100000032

REFERENCE : 575369 4133A

AUTHORIZATION : *Patricia Poyth*

COST LIMIT : 9 140.00

ORDER DATE : April 11, 1995

ORDER TIME : 10:07 AM

ORDER NO. : 575369

700001452937

CUSTOMER NO: 4133A

CUSTOMER: Marcia Cox, Legal Assistant
STEARNS WEAVER MILLER WEISSLER
ALHADEFF & SITTERSON, P.A.
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

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DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: RELATED/CLOVERLEAF, LTD.

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia E. Lott

EXAMINER'S INITIALS: _____

4/14/95

CERTIFICATE OF LIMITED PARTNERSHIP
OF
RELATED/CLOVERLEAF, LTD.

SECRET
DIVISION OF CORPORATIONS
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Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the Sole General Partner of RELATED/CLOVERLEAF, LTD., a Florida limited partnership (the "Partnership"), hereby executes and submits for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

RELATED/CLOVERLEAF, LTD.

2. The office and principal place of business for the Partnership currently is:

c/o Related Homestead, Inc.
2828 Coral Way, Penthouse Suite
Miami, Florida 33145

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

Francisco Rojo
c/o Related Homestead, Inc.
2828 Coral Way, Penthouse Suite
Miami, Florida 33145

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

Related Homestead, Inc.
2828 Coral Way, Penthouse Suite
Miami, Florida 33145

P93000082828

5. The mailing address of the Partnership is:

c/o Related Homestead, Inc.
2828 Coral Way, Penthouse Suite
Miami, Florida 33145

6. The latest date upon which the Partnership shall dissolve is December 31, 2045.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as General Partner pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: April 7, 1995

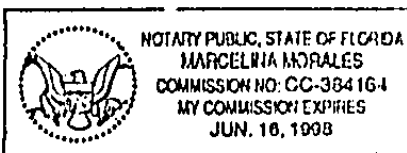
RELATED HOMESTEAD, INC., a
Florida corporation
as General Partner

By: [Signature]
Francisco Rojo
Its: Vice President

FILED
STATE OF FLORIDA
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 APR 11 PM 5:41

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 10th day of April, 1995 by Francisco Rojo, as Vice President of Related Homestead, Inc., a Florida corporation, as Sole General Partner of Related/Cloverleaf, Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Marcelina Morales
Print or Stamp Name: Marcelina Morales
Notary Public, State of Florida at Large
Commission No.: 384164
My Commission Expires: 6/16/98

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Francisco Rojo hereby accepts his appointment as registered agent for Related/Cloverleaf, Ltd., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: April 7, 1995

[Signature]
Francisco Rojo

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

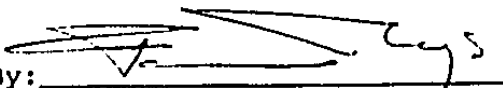
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Francisco Rojo, as Vice President of Related Homestead, Inc., a Florida corporation, as General Partner of Related/Cloverleaf, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$100.00.

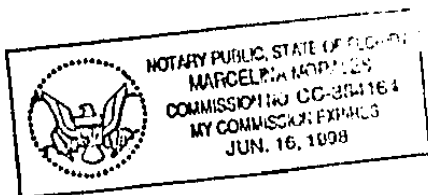
2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

RELATED HOMESTEAD, INC., a
Florida corporation
as General Partner

By: 

Francisco Rojo
Vice President

The foregoing instrument was acknowledged before me this 10th day of April, 1995 by Francisco Rojo, as Vice President of Related Homestead, Inc., a Florida corporation, as Sole General Partner of Related/Cloverleaf, Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Marcelina Morales
Print or Stamp Name: Marcelina Morales
Notary Public, State of Florida at Large
Commission No.: 384164
My Commission Expires: 6/16/98