

1201 HAYS STREET

TALLAHASSEE, FL 32301

800-342-8086

A95000U00728



ACCOUNT NO. : 072100000032

REFERENCE : 595789 4656A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : May 9, 1995

ORDER TIME : 10:12 AM

ORDER NO. : 595789

CUSTOMER NO: 4656A

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

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R. AGENT FEE	25.00
C. COPY	57.50
TOTAL	100.00
N. BANK	_____
BALANCE DUE	_____
REFUND	_____

DOMESTIC FILING

NAME: SOBE THEATRE ASSOCIATES, LTD.

800001487118
-05/15/95--01024--002
***1837.50 ***1837.50

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

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: 17/2

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5/9/95

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Fernando C. Alonso	Michael J. Chernoga	Steven M. Goldsmith	Michele M. Lechfeld	Michael G. Park	Marlene K. Silverman
Cesar L. Alvarez	Ary Chomsky	Joseph G. Goldstein	James P. S. Lechow	Marshall H. Pasternack	Holly R. Skolnick
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Charles M. Auslander	Albert A. del Castillo	Melvin N. Greenberg	Norman H. Lipoff	Roberto R. Pupo	Douglas R. Thordberg
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Fred W. Baggott	Arno L. Donato	Barbara A. Hall	Josh P. Lounsbury	Vivian Pazo Quintana	Brian J. Walsh
Kerri L. Barsh	Linda A. Dougherty	Page A. Harper	Bruce E. Macdonough	C. Ryan Reetz	Keith Wasserstrom
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V. Dawn Brighley	William B. Lick	Steven M. Hoffman	Alfred J. Malefatto	Luis Reiter	David E. Wells
Norman J. Bushnell	Kenneth Eshelman	Alberto M. Hernandez	Samantha H. Malloy	Harry Scott Richard	Bradford D. West
Lisa J. Berger	Arthur J. Englund, Jr.	Jeffrey A. Hirsch	Luca Martinez-Prigones	Douglas J. Rillstone	Howard W. Whitaker
Dale S. Bergman	Gary M. Epstein	Kenneth G. Hoffman	Enrique J. Martin	A. Jeffrey Robinson	Jerold A. Wish
Paul Berkowitz	Henry H. (Bucky) Fox	Larry J. Hoffman	Roberto Martinez	Kenneth B. Robinson	Timothy D. Wolfe
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Mark E. Bidrau	Robin F. Friedman	Gerald J. Houlahan	Joel D. Maser	Alan H. Rubinick	Julie A. Zahnliser
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Howard Bregman	David J. George	Steven M. Katzman	Joan L. O'Brien	David L. Ross	
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Diane Wagner Carr	Joel K. Goldman	Steven B. Laquidus	Steven J. Parola	Paul A. Shelnowitz	

Elizabeth C. Galvin
305-789-5449

May 8, 1995

Florida Division of Corporations
LIMITED PARTNERSHIP SECTION
P. O. Box 6327
Tallahassee, Florida 32314

RE: SOBE THEATRE ASSOCIATES, LTD.

Enclosed herewith are three duly executed originals of the CERTIFICATE OF LIMITED PARTNERSHIP for the captioned Partnership. Also enclosed is a check in the amount of: \$ 1,837.50 to cover the cost of the filing and one certified copy.

Thank you for your assistance and should anything further be required, please do not hesitate to contact me.

Very truly yours,



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -9 AM 11:58

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SOBE THEATRE ASSOCIATES, LTD.**

RECEIVED
CORPORATION INFORMATION SERVICES
MAY 11 1995

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1993) and §620.108 of the Florida Statutes, the undersigned, being all of the General Partners of SOBE THEATRE ASSOCIATES, 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 **SOBE THEATRE ASSOCIATES, LTD.**
2. The business address and the mailing address of the limited partnership is 4833 Collins Avenue, Miami Beach, FL 33140.
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is: **CORPORATION INFORMATION SERVICES, INC.**
4. The Florida street address for the registered agent is:

**1201 Hays Street - 2nd Floor
Tallahassee, FL 32301**

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

Having been named the statutory registered agent of SOBE THEATRE ASSOCIATES, LTD., at the place designated in this Certificate of Limited Partnership of SOBE THEATRE ASSOCIATES, 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.

**CORPORATION INFORMATION SERVICES, INC.,
Registered Agent**

BY: Patricia G. Pizzuto
Patricia G. Pizzuto, As Agent for Registered Agent

Dated: May 9, 1995.

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

1994000091541

**SOBE THEATRE CORP.
4833 Collins Avenue
Miami Beach, FL 33140**

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 8th day of May, 1995, in accordance with §620.114 of the Florida Statutes.

SOBE THEATRE CORP., a Florida corporation, general partner

BY:


JEAN-JACQUES MURRAY, President

AFFIDAVIT

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

1. The amount of capital contributions to date of the limited partners is \$ 250,000.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 2,500,000.00.

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.

SOBE THEATRE CORP., a Florida corporation, general partner

BY:


JEAN-JACQUES MURRAY, President

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