

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0001 FAX

800-342-8086

CSC networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 632907 5535A

AUTHORIZATION :

COST LIMIT : 4 PPD

ORDER DATE : July 6, 1995

ORDER TIME : 10:11 AM

ORDER NO. : 632907

CUSTOMER NO: 5535A

CUSTOMER: Peggy Marinelli, Legal Asst
COHEN BERKE BERNSTEIN BRODIE
KONDELL & LASZLO, P.A.
19th Floor
2601 South Bayshore Drive
Miami, FL 33133

USE FAX *only* 8.75
FILING 52.50
R. AGENT FEE 35.00
C. COPY 52.50
TOTAL 148.75
N. BANK
BALANCE DUE
REFUND

8000001535309
-07/12/95--01001--001
****140.00 ****140.00

DOMESTIC FILING

NAME: LEF/DELRAY MALL, LTD.

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebreana Randolph

EXAMINER'S INITIALS: *h/n*

8000001535309
-07/12/95--01001--002
*****8.75 *****8.75

FILED
SECRETARY OF CORPORATION
DIVISION
95 JUL -6 PM 2:03

File Second

7/6/95

**CERTIFICATE OF LIMITED PARTNERSHIP OF
LEF/DELRAY MALL, LTD.,
a Florida limited partnership**

The undersigned, as the sole general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620 of the Florida Statutes, hereby states the following:

**ARTICLE I.
Name of the Limited Partnership**

The name of the Limited Partnership is as follows:

LEF/DELRAY MALL, LTD.

**ARTICLE II.
Address of the Limited Partnership**

The address of the office of the Limited Partnership is as follows:

848 Brickell Avenue, Suite 1120
Miami, Florida 33131

**ARTICLE III.
Registered Agent and Registered Office**

The name and address of the agent for service of process on the Limited Partnership is as follows:

DAVID A. FRIEDMAN
848 Brickell Avenue
Miami, Florida 33131

**ARTICLE IV.
General Partner**

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

LEF/DELRAY MALL, INC.
848 Brickell Avenue, Suite 1120
Miami, Florida 33131

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION
95 JUL -6 PM 2:03

P95000020362

ARTICLE V.
Mailing Address of the Limited Partnership

The mailing address of the Limited Partnership is as follows:

2401 Fountainview, Suite 300
Houston, Texas 77057

ARTICLE VI.
Term of the Limited Partnership

The term for which the Limited Partnership is to exist is until December 31, 2035, unless sooner dissolved by written consent.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of LEF/DELRAY MALL, LTD. this 5th day of July, 1995.

General Partner:

LEF/DELRAY MALL, INC.

By: Leonard E. Friedman
Leonard E. Friedman, President

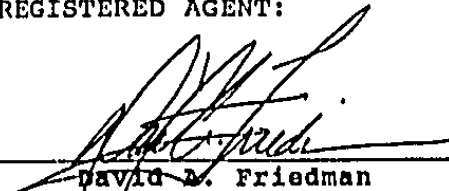
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 JUL -6 PM 2:03

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for LEF/DELRAY HALL, LTD., a Florida limited partnership in the process of formation (the "Limited Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Limited Partnership, hereby agree to accept service of process for the Limited Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

July 5, 1995

REGISTERED AGENT:



David A. Friedman

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL -6 PM 2:03

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The undersigned, LEONARD E. FRIEDMAN, President of LEF/DELRAY MALL, INC., being first duly sworn, certifies as follows:

1. The undersigned is the sole general partner of LEF/DELRAY MALL, Ltd., a Florida limited partnership in the process of formation, hereinafter referred to as the "Limited Partnership".

2. The capital contribution and anticipated capital of the initial limited partners is \$990.00.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury the undersigned declares that he has read the foregoing and the facts alleged are true, to the best of his knowledge and belief.

General Partner

LEF/DELRAY MALL, INC.

By: Leonard E. Friedman
Leonard E. Friedman, President

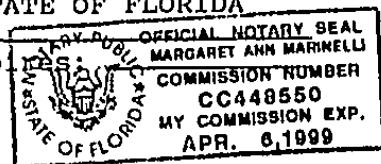
SWORN TO AND SUBSCRIBED before me this 5th day of July, 1995, by Leonard E. Friedman, President of LEF/DELRAY MALL, INC., as the sole General Partner for LEF/DELRAY MALL, Ltd., a Florida limited partnership in the process of formation, who is personally known to me ~~or who has produced~~ _____ as identification.

Signature: Margaret Ann Marinelli
Print Name: MARGARET ANN MARINELLI

NOTARY PUBLIC, STATE OF FLORIDA

Serial Number: _____

My Commission Exp. _____



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 Matham
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

LC
1/10

1. Name of Limited Partnership

1a. DOCUMENT #
A95000001014

96 JAN -2 AM 11:53

LEF/DELRAY MALL, LTD.

DO NOT WRITE IN THIS SPACE

2. How Mailing Address, if Applicable
One Greenway Plaza

Suite, Apt. # etc.
Suite 850

City Houston, Texas 77046-0102

2a. How Principal Office Address, if Applicable

Suite, Apt. # etc.

City, State & Zip

Mailing Address

Principal Office Address

401 FOUNTAINVIEW, SUITE 300
HOUSTON TX 77057

848 BRICKELL AVE., SUITE 1120
MIAMI FL 33131

If above addresses are incorrect in any way, file through this document information and enter correct address in Back 2 and/or 2a

3. Date Formed or Registered to Do Business in
FLORIDA
07/06/1995

3a. Date of Last Report

4. State or Country of Formation

FL

5a. Capital Contributions as Shown
on Record
\$990.00

5b. Amount of Capital Contributions in
FLORIDA to date

6. Filing Number
05-0595377

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

\$0.75 Additional Fee required
for a 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 \$194.25 (\$52.50 + \$138.75) AND NO MORE THAN \$476.25 (\$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

10. If changed, new Registered Agent/Office

FRIEDMAN, DAVID A
848 BRICKELL AVE., SUITE 1120
MIAMI FL 33131

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. # etc.

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.105(1) and 620.142, 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). Thereby accept the appointment of registered agent I am familiar with, and accept the obligations of section 620.192, 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)

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

11b. City, State & Zip Code

11c. Registration
Document Number

LEF/DELRAY MALL, INC.

848 BRICKELL AVE., SU

MIAMI FL 33131

P95000020362

700001685947
-01/11/96--01006--006
****200.00 ****200.00

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 effects 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

Sandra L. Gray, Corporate Secretary
LEF/Delray Mall, Inc., General Partner

DATE

12-27-95

Typed or Printed Name of General Partner Signing Form

Telephone Number (713) 850-1850