

1201 HAYS STREET  
FALLAHASSEE, FL 32101  
904-23-1911  
904-23-1911 x

000-342-8086

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAR 22 11:14 AM

ACCOUNT NO. : 0721000000032

REFERENCE : 890069 4015732

AUTHORIZATION :

*Patricia Pizut*

COST LIMIT : \$ 140.00

ORDER DATE : March 21, 1996

ORDER TIME : 10:03 AM

ORDER NO. : 890069

600001752876

CUSTOMER NO: 4015732

CUSTOMER: Mrs. Elizabeth Doddridge  
HUGHES HUBBARD & REED

Ste 2500, Miami Center Bldg.  
201 South Biscayne Boulevard  
Miami, FL 33131

DOMESTIC FILING

NAME: CODINA LITTLE LAKE BRYAN, LTD.

EFFECTIVE DATE:

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 LOTT

EXAMINER'S INITIALS:

*BK*

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95 MAR 21 AM 11:22  
DIVISION OF CORPORATION

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DIVISION OF CORPORATIONS  
95 MAR 21 PM 1:42

*3/21/96*

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**CODINA LITTLE LAKE BRYAN, LTD.**

FILED STATES  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 MAR 21 PM 1:12

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (Florida Statutes Section 620.101, et seq.), hereby states the following:

1. The name of the limited partnership is Codina Little Lake Bryan, Ltd.

2. The purpose of the Partnership is to conduct a real estate business and more particularly, the holding, improving, developing, operating, purchasing and selling of real property, but the limited partnership is also authorized to conduct any other lawful business.

3. The location of the Partnership's principal place of business required to be maintained by the Partnership pursuant to Section 620.105 of the Florida Statutes is Two Alhambra Plaza, Penthouse 2, Coral Gables, Florida 33134, and the name of the registered agent of this Partnership at that address is O. Ford Gibson.

4. The name and business address of the sole general partner is Codina Little Lake Bryan, Inc., a Florida corporation, Two Alhambra Plaza, Penthouse 2, Coral Gables, Florida 33134.

5. The mailing address of the Partnership is Two Alhambra Plaza, Penthouse 2, Coral Gables, Florida 33134.

6. Except as required by law, the limited partners of the Partnership shall have no personal liability for the obligations of the Partnership.

7. The latest date for the Partnership to be dissolved is December 31, 2050, unless sooner dissolved and terminated as provided in the Partnership's Agreement of Limited Partnership or by law.

8. This Certificate of Limited Partnership is made in accordance with Section 620.108 of the Florida Statutes.

896000625618

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of Codina Little Lake Bryan, Ltd. on this 20 day of March, 1996.

GENERAL PARTNER

CODINA LITTLE LAKE BRYAN, INC., a Florida corporation

By



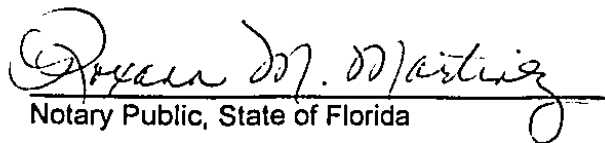
O. Ford Gibson, Vice-President

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DIVISION  
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STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared O. Ford Gibson, as Vice-President of Codina Little Lake Bryan, Inc., a Florida corporation, and the person described in and who executed the foregoing instrument, and who being first duly sworn, acknowledged before me that he subscribed to the same for the purposes therein set forth. He is personally known to me.

Witness my hand and seal in the County and State named above this 20 day of March, 1996.

  
Notary Public, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL  
ROXANA M. MARTINEZ  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC593739  
MY COMMISSION EXP. JULY 24, 1998

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

Before me, the undersigned officer, personally appeared O. Ford Gibson, Vice-President of Codina Little Lake Bryan, Inc., a Florida corporation, as general partner of Codina Little Lake Bryan, Ltd. (the "Partnership"), and who being duly sworn, certifies that the amount of capital contributions to date is \$100 and it is anticipated that the total amount of capital contributed or to be contributed to the Partnership by the limited partners is \$7,500.

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

**GENERAL PARTNER:**

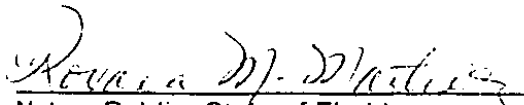
**CODINA LITTLE LAKE BRYAN, INC., a Florida corporation**

By:   
O. Ford Gibson, Vice-President

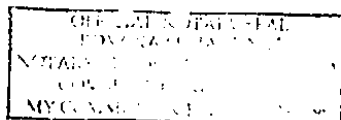
STATE OF FLORIDA     )  
                                  ) ss:  
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared O. Ford Gibson, as Vice-President of Codina Little Lake Bryan, Inc., a Florida corporation, and the person described in and who executed the foregoing instrument, and who being first duly sworn, acknowledged before me that he subscribed to the same for the purposes therein set forth. He is personally known to me.

Witness my hand and seal in the County and State named above this 20 day of March, 1996.

  
Notary Public, State of Florida

My Commission Expires:



FILED STATIONS  
SECRETARY OF STATE  
DAVID B. BROWN  
MARCH 19 1996  
PH 1-42

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as the registered agent to accept service of process for CODINA LITTLE LAKE BRYAN, LTD., a Florida limited partnership, at the place designated in the Certificate of Limited Partnership. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



O. FORD GIBSON, Registered Agent

FILED STATUTES  
SECRETARY OF CORPORATIONS  
DIVISION OF  
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