6000000603 Address City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 200001764512 -04/01/96--01036--023 -***1487.50 (Corporation Name) (Document #) 3 5 14 000143 9 (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Pick up time Certificate of Status Will wait Will wa Photocopy Mail out AMENDMENTS NEW FILINGS Profit Amendment Resignation of R.A., Officer/ Director NonProfit Limited Liability Change of Registered Agent G. TAX FILING Dissolution/Withdrawal Domestication R. AGENT FEE Other Merger C. COPY___ TOTAL___ REGISTRATION/ OTHER FILINGS N. BANK_ GYLANCE DUE QUALIFICATION Annual Report RY FYERT Foreign Fictitious Name Limited Partnership Name Reservation MOLIANDS AGO NO HOUSING Reinstatement 72:1115 82 93H 39 Trademark GHALLOHE 3 Other Examiner's Initials CR2E031(1/95)

CERTIFICATE OF LIMITED PARTNERSHIP

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PLAZA 79 ASSOCIATES, LTD.

The undersigned, AM Properties, Inc., a Florida corporation, and Blue Canoe Emerprises, Inc., a Florida corporation (collectively, the "General Partners"), hereby form a limited partnership pursuant to and in accordance with the Florida Revised Uniform Limited Partnership Act (Florida Statutes Section 620.101, et. seq.) as follows:

- 1. Name. The name of the limited partnership (the "Partnership") is Plaza 79 Associates, Ltd.
- 2. Office Address. The address of the office of the Partnership in the State of Florida is 4665 Ponce de Leon Boulevard, Coral Gables, Florida 33146, Attention: Marshall G. Smith.
- 3. Registered Agent. The name and address of the registered agent of the Partnership for service of process on the Partnership in the State of Florida are AM Properties, Inc., 4665 Ponce de Leon Boulevard, Coral Gables, Florida 33146, Attention: Marshall G. Smith.
 - 4. General Partners. The name and business address of each of the General

Partners are:

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AM Properties, Inc. 4665 Ponce de Leon Boulevard Coral Gables, Florida 33146 Attention: Marshall G. Smith

Blue Canoe Enterprises, Inc. 6905 Barguera

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Coral Gables, Florida 33146 Attention: Lindsey D. Pankey III

5. Mailing Address. The mailing address of the Partnership is:

Plaza 79 Associates, Ltd. c/o AM Properties, Inc. 4665 Ponce de Leon Boulevard Coral Gables, Florida 33146 Attention: Marshall G. Smith

6. <u>Dissolution.</u> The latest date upon which the Partnership will dissolve is December 31, 2021.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of
Limited Partnership as of the 26th day of March, 1996.

AM PROPERTIES, INC., a Florida corporation

By:

Marshall G. Smith

President

BLUE CANOE ENTERPRISES, INC., a Florida corporation

By:

Marshall G. Smith

Attorney-in-fact

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Section 620, 192, the following is submitted:

Plaza 79 Associates, Ltd., desiring to organize as a limited partnership under the laws of the State of Florida, has designated 4665 Ponce de Leon Boulevard, Coral Gables, Plorida 33146, Attention: Marshall G. Smith, as its initial Registered Office, and has named AM Properties, Inc., located at the same address, as its Registered Agent.

PLAZA 79 ASSOCIATES, LTD., a Florida limited partnership

By: AM PROPERTIES, INC., a Florida corporation, General

Partner

By: Marshall G. Smith President

By: BLUE CANOE ENTERPRISES, INC., a Florida corporation, General

Partner

Marshall G. Smith Attorney-in-fact

Having been named Registered Agent for the above stated limited partnership, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties.

AM PROPERTIES, INC., a Florida corporation

Marshall G. Smith

President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, being the sole General Partners of PLAZA 79 ASSOCIATES, LTD., a Plorida limited partnership, upon penalty of perjury, certify as follows:

- 1. The amount of capital contributions of the limited partners is \$200,000.00.
- 2. The total amount of capital contributions anticipated to be contributed by the limited partners (including the amount set forth in paragraph 1 hereof) is \$200,000.00.

Dated as of this 26th day of March, 1996.

AM PROPERTIES, INC., a Florida corporation

Bv:

Marshall G. Smith

President

BLUE CANOE ENTERPRISES, INC., a Florida

corporation

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Marshall G. Smith Attorney-in-fact