

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086



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96 MAY 24 PM 3:19
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 965818 4303929

AUTHORIZATION : Patricia Pyjute

COST LIMIT : \$ 140.00

ORDER DATE : May 24, 1996

ORDER TIME : 11:16 AM

ORDER NO. : 965818

CUSTOMER NO: 4303929

CUSTOMER: Esther J. Forbes, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
20th Floor
1221 Brickell Avenue
Miami, FL 33131-3238

Handwritten signature/initials

DOMESTIC FILING

NAME: THIRD AVENUE ASSOCIATES, 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: Maria I. Newport

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 24 AM 11:31

5/24/96
Handwritten initials

CERTIFICATE OF LIMITED PARTNERSHIP

OF

THIRD AVENUE ASSOCIATES, LTD.

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), and §620.108 of the Florida Statutes, the undersigned, being the sole General Partner of THIRD AVENUE ASSOCIATES, LTD., hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is THIRD AVENUE ASSOCIATES, LTD.
2. The business address and the mailing address of the limited partnership is 6400 North Andrews Avenue, Ft. Lauderdale, Florida 33309.
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

BRYAN W. DUKE

4. The Florida street address for the registered agent is:

**6400 North Andrews Avenue
Ft. Lauderdale, Florida 33309**

5. Acceptance of Appointment of Registered Agent:

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


Bryan W. Duke, Registered Agent

Dated: May 24, 1996

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

**THIRD AVENUE INVESTORS
6400 North Andrews Avenue
Ft. Lauderdale, Florida 33309**

CERTIFICATE OF LIMITED PARTNERSHIP

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6400 North Andrews Avenue
Ft. Lauderdale, Florida 33309**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 24 PM 11:31

FURTHER AFFIANT SAYETH NOT.

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

THIRD AVENUE INVESTORS, a Florida
general partnership, General Partner

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SERIALIZED
FILED
JAN 22 1981
FBI - ST. LOUIS

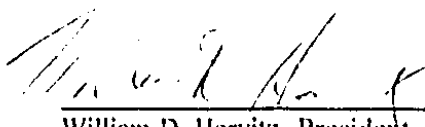
By: **STILES THIRD AVENUE, LTD.**, a Florida
limited partnership, Partner

By: **W-THIRD AVENUE, LTD.**, a Florida
limited partnership, Partner

By: **STILES THIRD AVENUE, INC.**, a Florida
corporation, General Partner

By: **W-THIRD AVENUE, INC.**, a Florida
corporation, General Partner

Terry W. Stiles, President



William D. Horvitz, President

7. The latest date upon which the limited partnership is to dissolve is December, 2046.

IN WITNESS WHEREOF, the sole General Partner has executed the foregoing Certificate of Limited Partnership on the ___ day of May, 1996 in accordance with §630.114 of the Florida Statutes.

THIRD AVENUE INVESTORS, a Florida
general partnership, General Partner

By: 5716 THIRD AVENUE, LTD., a Florida
limited partnership, Partner

By: 5716 W-THIRD AVENUE, LTD., a Florida
limited partnership, Partner

By: 5716 THIRD AVENUE, INC., a Florida
corporation, General Partner

By: 5716 W-THIRD AVENUE, INC., a Florida
corporation, General Partner


Terry W. Stiles, President

William D. Horvitz, President

AFFIDAVIT

THE UNDERSIGNED, constituting the sole general partner of THIRD AVENUE ASSOCIATES, LTD., a Florida Limited Partnership, hereby certifies as follows:

1. The amount of capital contributions to date of the limited partners is: \$-0-.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

7 The latest date upon which the limited partnership is to dissolve is December, 2046

IN WITNESS WHEREOF, the sole General Partner has executed the foregoing Certificate of Limited Partnership on the 24th day of May, 1996 in accordance with §620.114 of the Florida Statutes.

THIRD AVENUE INVESTORS, a Florida
general partnership, General Partner

By: STILES THIRD AVENUE, LTD., a Florida
limited partnership, Partner

By: W-THIRD AVENUE, LTD., a Florida
limited partnership, Partner

By: STILES THIRD AVENUE, INC., a Florida
corporation, General Partner

By: W-THIRD AVENUE, INC., a Florida
corporation, General Partner

Terry W. Stiles, President



William D. Horvitz, President

A F F I D A V I T

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

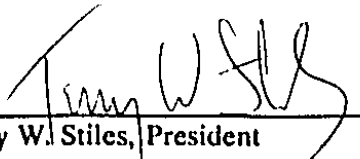
**THIRD AVENUE INVESTORS, a Florida
general partnership, General Partner**

By: ~~Stiles~~ **THIRD AVENUE, LTD., a Florida
limited partnership, Partner**

By: **W-THIRD AVENUE, LTD., a Florida
limited partnership, Partner**

By: ~~Stiles~~ **THIRD AVENUE, INC., a Florida
corporation, General Partner**

By: **W-THIRD AVENUE, INC., a Florida
corporation, General Partner**


Terry W. Stiles, President

William D. Horvitz, President

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SECTION 1
MAY 24 4:11:31
ST. PAUL



December 30, 1996

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Division of Corporations
Attn: Registration Section
409 E. Gaines Street
Tallahassee, FL 32399

FEDEX

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-01/08/97--01120--009
***1750.00 ***1750.00

Dear Sir/Madam:

We are enclosing the 1997 Limited Partnership Annual Reports along with the checks for the renewal fees for the following entities:

1. C2T, Ltd.
2. Commons Associates, Ltd.
3. DTTW, Ltd.
4. ELO Associates, Ltd.
5. Glades Associates, Ltd.
6. Northpoint Allstate Associates, Ltd.
7. S-Clearwater/BS, Ltd.
8. SCBS, Ltd.
9. SEOLA, Ltd.
10. SHSPEC, Ltd.
11. Stiles @ Palm Beach, Ltd.
12. Stiles Silver, Ltd.
13. Stiles Vizcaya Square, Ltd.
14. Stiles West Associates, Ltd.
15. The Stiles Companies, Ltd.
16. Univest, Ltd.
17. Stiles-Ellis, Ltd.
18. Third Avenue Associates, Ltd.
19. Stiles Third Avenue, Ltd.
20. SSL Corporate Center, Ltd.
21. Stiles Holdings & Investment Partnership, Ltd.
22. SEOLA II, Ltd.
23. North Hills Square, Ltd.
24. Fort Lauderdale Investment Partnership, Ltd.

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DIVISION OF CORPORATIONS
96 DEC 31 PM 3:12

Name Availability	A96-1048	
Document Examiner	GSH	
Updater	GSH	
Updater Verifier	GSH	
Acknowledgement	GSH	
W. P. Verifier	GSH	

Page -Two-

We are also enclosing Supplemental Affidavits for ELO Associates, Ltd., SEOLA, Ltd., and Third Avenue Associates, Ltd. as well as checks for the fees. If you have any questions, please feel free to call our office at (954) 776-9373.

Sincerely,

STILES CORPORATION



Pat Monahan
Legal Assistant to General Counsel

Enclosures

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**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting all of the general partners of Third Avenue Associates, Ltd., a Florida Limited Partnership, hereby execute this supplemental affidavit of additional capital contributions filed pursuant to section 620.112, Florida Statutes.

The total amount of the capital contributions of the limited partners is now 5,300,000.00.

FURTHER AFFIANT SAYETH NOT.

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

Third Avenue Associates, Ltd.

By: Third Avenue Investors

By: Stiles Third Avenue, Ltd.

By: Stiles Third Avenue, Inc.

By: 
Douglas P. Eagon, Vice President

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me by Douglas P. Eagon, as Vice-President of Stiles Third Avenue, Inc., a Florida corporation, who is personally known to me and who did take an oath.

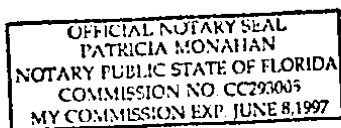
NOTARY PUBLIC:

Sign: Patricia Monahan

Print: PATRICIA MONAHAN

(SEAL)

My Commission Expires:



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DIVISION OF CORPORATIONS
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