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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: COHEN, BERKE, BERNSTEIN, BRODIE & KONDELL, P  
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NAME: LEF/NORTHRIDGE, LTD.

AUDIT NUMBER.....H97000019757

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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**CERTIFICATE OF LIMITED PARTNERSHIP OF  
LEF/NORTHRIDGE, 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/NORTHRIDGE, 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, Suite 1120  
Miami, Florida 33131**

**ARTICLE IV.**

**General Partner**

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

Prepared by:  
Eileen Trautman, Esq.  
Florida Bar No. 184844  
Cohen, Berke et al.  
2601 S. Bayshore Dr., 19th Fl.  
Miami, FL 33133  
(305) 854-5900

**LEF/NORTHRIDGE, INC.  
848 Brickell Avenue, Suite 1120  
Miami, Florida 33131**

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**ARTICLE V.**

**Mailing Address of the Limited Partnership**

The mailing address of the Limited Partnership is as follows:

One Greenway Plaza, Suite 850  
Houston, Texas 77046-0102

**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/NORTHRIDGE, LTD. as of the 30<sup>th</sup> day of October, 1997.

General Partner:

LEF/NORTHRIDGE, INC.

By:

  
David A. Friedman, Vice President

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## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for LEF/NORTHRIDGE, LTD., a Florida limited partnership (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.

Dated as of October 30<sup>th</sup>, 1997

REGISTERED AGENT:

  
DAVID A. FRIEDMAN

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA       )  
                                   ) SS:  
 COUNTY OF DADE       )

The undersigned, DAVID A. FRIEDMAN, Vice President of LEF/NORTHRIDGE, INC., being first duly sworn, certifies as follows:

1. The undersigned is the sole general partner of LEF/NORTHRIDGE, LTD., a Florida limited partnership, hereinafter referred to as the "Limited Partnership."

2. The amount of capital contribution anticipated to be contributed by the initial limited partners is \$ 1,000.00.

**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/NORTHRIDGE, INC.

By:

*David A. Friedman*  
 David A. Friedman, Vice President

SWORN TO AND SUBSCRIBED before me as of the 25<sup>th</sup> day of November, 1997, by David A. Friedman, Vice President of LEF/NORTHRIDGE, INC., as the General Partner for LEF/NORTHRIDGE, LTD., a Florida limited partnership, who is personally known to me, or who has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign:

Print:

State of Florida

My Commission Expires



Maria Sobalvarro  
 My Commission CC682141  
 Expires Oct. 09, 2000

HALIBRARY\CT\ENTLTD\PART.CER\LEF-NORT.LTD

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