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SECRETARY OF STATE
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1.) Harbour Village Shopping Center, Ltd.
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

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CERTIFICATE OF LIMITED PARTNERSHIP OF
HARBOUR VILLAGE SHOPPING CENTER, LTD.
a Florida limited partnership

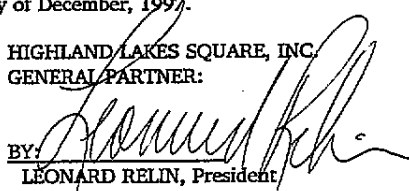
The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is HARBOUR VILLAGE SHOPPING CENTER, LTD.
2. The address of the office of the Partnership is 8720 Thornwood Lane, Tampa, Florida 33607.
3. The name and address of the agent for service of process on the Partnership are DAVID S. RELIN, 8720 Thornwood Lane, Tampa, Florida 33607.
4. The name and business address of the sole general partner are HIGHLAND LAKES SQUARE, INC., 8720 Thornwood Lane, Tampa, Florida 33607.
5. The mailing address of the Partnership is 8720 Thornwood Lane, Tampa, Florida 33607.
6. The latest date upon which the Partnership shall dissolve is January 1, 2020.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of HARBOUR VILLAGE SHOPPING CENTER, LTD. this 12th day of December, 1997.

HIGHLAND LAKES SQUARE, INC.
GENERAL PARTNER:

BY: 
LEONARD RELIN, President

By:
Name:
Title:

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF NEW YORK
COUNTY OF MONROE

BEFORE ME, the undersigned authority, personally appeared LEONARD RELIN, President, of HIGHLAND LAKES SQUARE, INC., the sole general partner of HARBOUR VILLAGE SHOPPING CENTER, LTD. (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, Seventeen Thousand and No/100 (\$17,000.00) Dollars.

2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

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

HIGHLAND LAKES SQUARE, INC.

BY: LEONARD RELIN, President

STATE OF NEW YORK
COUNTY OF MONROE ss.:

Sworn to and subscribed before me this 12th day of December, 1997, by LEONARD RELIN, President of Highland Lakes Square, Inc.

Personally Known XX
Type of Identification Produced: Driver's License

Notary Public

KATHERINE SMITH
Notary Public, State of New York
Wayne County, #4902870
Commission Expires August 10, 1999

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for HARBOUR VILLAGE SHOPPING CENTER, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


Name: DAVID S. RELIN

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