# Danning 291

	Address	
City/State	Zip Phone #	Office Use Only
CORPORATION	NAME(S) & DOCUMENT I	NUMBER(S), (if known):
2(Cor	poration Name)  poration Name)	(Document #)  80000238081812/23/9701071025  (Document #)  800002380818 (Document #)  -12/23/9701071019
4		****281.25 *****88.7
(Cor	poration Name)	(Document #)
	Pick up time Will wait  AMENDMENTS	_ > × × ×
Profit	Amendment	
NonProfit	Resignation of R.A., Officer	/Director
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	
	REGISTRATION/	1300.00
OTHER FILINGS  Annual Report  Fictitious Name	Foreign	Lp - 87.50
Annual Report	Foreign  Limited Partnership	LP - 87.50 CENT 8.75
Annual Report Fictitious Name	Foreign	LP - 87.50 CENT 8.75

Examiner's Initials

# CERTIFICATE OF LIMITED PARTNERSHIP

**OF** 

# CODINA/TRADEWIND NO. 5, LTD.

STORE TO PARTY OF THE undersigned General Partner hereby forms 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 Codina/Tradewind No. 5, Ltd.

### Registered Office. 2.

The registered office of the Partnership in the State of Florida is White & Case, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

### 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 is K. Lawrence Gragg, White & Case, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131.

### 4. General Partner.

The name and business address of the General Partner is as follows:

Codina West Dade Development Corp. No. 5 kd1000/01/80 Two Alhambra Plaza, Penthouse 2

Coral Gables, Florida 33134

### 5. Mailing Address.

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

# 6. <u>Dissolution</u>.

The latest date upon which the Partnership will dissolve is December

2047.

IN WITNESS WHEREOF, the undersigned has duly executed this certificate of Limited Partnership as of the 22th day of December, 1997.

GENERAL PARTNER:

CODINA WEST DADE DEVELOPMENT ČĘ NO.5

By: Menry Befeler Vice President

# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Section 620.192, the following is submitted:

CODINA/TRADEWIND NO. 5 LTD., desiring to organize as a limited partnership under the laws of the State of Florida, has designated White & Case, 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131, as its initial Registered Office and has named K. Lawrence Gragg, located at said address as its initial Registered Agent.

CODINA WEST DADE DEVELOPMENT CORP. NO. 5

General Partner

Wenry Befeler

Vice President

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 Florida Statutes Section 620.192 relative to keeping open said office.

Registered Agent

# **AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, personally appeared Henry Befeler, Vice President of Codina West Dade Development Corp. No. 5, a Florida corporation, constituting the sole general partner of Codina/Tradewind No. 5, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certified as follows:

- 1. The actual amount of capital contributions of the limited partners is \$1,000.00.
- 2. The total anticipated amount of the capital contributions of the limited partners is \$7,500.00.

This 22 day of December, 1997.

FURTHER AFFIANT SAYETH NOT.

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.

General Partner:

CODINA WEST DADE DEVELOPMENT CORP.

NO. 5

Henry Befeler

Vice President

STATE OF FLORIDA

SS

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 21 day of December, 1997, by Henry Befeler, Vice President of Codina West Dade Development Corp., No.5, a Florida corporation, who is personally known to me or who has produced a driver's license as identification.

Name:

Notary Public

State of Florida

My Commission Ex

SUSAN R. FORTUNOW COMMISSION & CC589820 EXPIRES OCT 01, 2000 BONDED THROUGH