



THE UNITED STATES
CORPORATION
COMPANY

A98000000141

ACCOUNT NO. : 072100000032

REFERENCE : 668483 4336650

AUTHORIZATION :

COST LIMIT : \$ 1,837.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 14 PM 4: 04

ORDER DATE : January 14, 1998

ORDER TIME : 11:43 AM

ORDER NO. : 668483-010

CUSTOMER NO: 4336650

600002400086--5

CUSTOMER: James H. Barrett, esq
BAKER & MCKENZIE

Suite 1600
701 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: OASIS DEVELOPMENT, LTD.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

EXAMINER'S INITIALS:

MK
1/14/98
File

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

OASIS DEVELOPMENT, LTD.

a Florida limited partnership

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1. The name of this limited partnership is Oasis Development, Ltd. (the "Partnership").
2. The principal place of business and the mailing address of the Partnership is:

3399 Ponce de Leon Blvd
Ste. 202
Coral Gables, Florida 33134

3. The name and address of the registered agent of the Partnership is:

Hans Baumberger
3399 Ponce de Leon Blvd
Ste. 202
Coral Gables, Florida 33134

4. The name and address of the sole General Partner of the Partnership is:

Chaps Investments, Inc.
3399 Ponce de Leon Blvd
Ste. 202
Coral Gables, Florida 33134

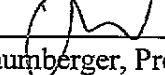
P48000004354

5. The latest date upon which the Partnership is to dissolve is December 31, 2058.

IN WITNESS WHEREOF, the undersigned general partner of Oasis Development, Ltd., has executed this Certificate of Limited Partnership this 13th day of January, 1998.

GENERAL PARTNER:

CHAPS INVESTMENTS, INC.

By: 
Hans Baumberger, President

AFFIDAVIT OF CAPITAL CONTRIBUTION

1. The name of the partnership is Oasis Development, Ltd., a Florida limited partnership (the "Partnership").

2. The amount of capital contributions of the Limited Partners and the amount anticipated to be contributed by the limited partners of the Partnership totals \$5,000,000.

FURTHER AFFIANT SAYETH NAUGHT.

GENERAL PARTNER:

CHAPS INVESTMENTS, INC.

By: _____

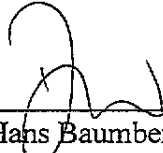
Hans Baumberger, President

DATED: January 13, 1998

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ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for Oasis Development, Ltd., at the place designated in this Certificate of Limited Partnership, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.



Hans Baumberger
Registered Agent

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