

# A98000000273

Document Number Only

## C T CORPORATION SYSTEM

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32301 (850)222-1092  
City State Zip Phone

### CORPORATION(S) NAME

300003381383--0  
-09/05/00--01048--012  
\*\*\*\*\*157.50 \*\*\*\*\*157.50  
300003381383--0  
-09/05/00--01048--013  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

TRG Red Road, Ltd.

- |                                                                   |                                                 |                                          |
|-------------------------------------------------------------------|-------------------------------------------------|------------------------------------------|
| <input type="checkbox"/> Profit                                   | <input checked="" type="checkbox"/> Amendment   | <input type="checkbox"/> Merger          |
| <input type="checkbox"/> NonProfit                                |                                                 |                                          |
| <input type="checkbox"/> Limited Liability Company                | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark            |
| <input type="checkbox"/> Foreign                                  |                                                 |                                          |
| <input type="checkbox"/> Limited Partnership                      | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other           |
| <input type="checkbox"/> Reinstatement                            | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.  |
| <input checked="" type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fictitious Name |
| <input checked="" type="checkbox"/> Certified Copy (3)            | <input type="checkbox"/> Call if Problem        | <input type="checkbox"/> CUS             |
| <input type="checkbox"/> Call When Ready                          | <input type="checkbox"/> Will Wait              | <input type="checkbox"/> After 4:30      |
| <input type="checkbox"/> Walk In                                  |                                                 | <input type="checkbox"/> Pick Up         |
| <input type="checkbox"/> Mail Out                                 |                                                 |                                          |

00 SEP -6 AM 11:40

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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LAURA EARNEST

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DIVISION OF CORPORATIONS

9/5

**RESTATED AND AMENDED CERTIFICATE OF  
LIMITED PARTNERSHIP**

FILED STATE  
SECRETARY OF CORPORATIONS  
00 SEP -5 AM 11:40

TRG RED ROAD, LTD., a limited partnership existing under the laws of the State of Florida, pursuant to the provisions of Section 620.109 of the Florida Statutes, hereby restates and amends its certificate of limited partnership, filed on January 28, 1998 under the name TRG Red Road, Ltd. now of record in the office of the Department of State, as follows:

1. The name of the Limited Partnership is TRG Red Road, Ltd.
2. The office of the principal place of business for the Limited Partnership is 2001 Renaissance Parkway, Miramar, Florida.
3. The name and address for the agent for service of process on the Limited Partnership is:

CT Corporation System  
c/o CT Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

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

SC Miramar GP, LLC      MO0000001467  
c/o GE Capital Investment Advisors, Inc.  
Attention: Asset Management  
125 Summer Street, Suite 1270  
Boston, MA 02110

5. The mailing address of the Limited Partnership is:

TRG Red Road, Ltd.  
c/o GE Capital Investment Advisors, Inc.  
Attention: Asset Management  
125 Summer Street, Suite 1270  
Boston, MA 02110

6. The latest date upon which the Limited Partnership will dissolve is December 31, 2048.

The above restatement and amendment to the certificate of limited partnership now on file is adopted by all of the members of the limited partnership to be effective on the filing of this instrument for record in the office of the Department of State of the State of Florida in conformity with Section 620.109 of the Florida Statutes, and on such filing to become a provision of the partnership agreement and of the certificate of limited partnership.

In witness, the undersigned executed this certificate of restatement and amendment as the sole General Partner pursuant to the provisions of Section 620.114 of the Florida Statutes on August 28, 2000.

**WITHDRAWING GENERAL PARTNER**

TRG RED ROAD, INC.,  
a Florida corporation

By: *Roberto S. Rocha*  
Roberto S. Rocha, Executive Vice President

**NEW GENERAL PARTNER**

SC MIRAMAR GP, LLC,  
a Delaware limited liability company

By: *Robert D. Norberg*  
Name: Robert D. Norberg  
Title: Authorized Signatory

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

CT Corporation System hereby accepts its appointment as registered agent for TRG Red Road, Ltd., a Florida limited partnership, and states it is familiar with, and fully accepts the obligations provided for in Section 607.0501 of the Florida Statutes.

August 31, 2000

CT Corporation System  
By: *Naseem A. Conde*  
Name: NASEEM A. CONDE  
Title: SPECIAL ASST. SECRETARY