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FLORIDA DIVISION OF CORPORATIONS

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ACCT#:

CONTACT: ASTRID BUTTARI

PHONE: (305) 376-6023

FAX #:

(305) 376-6010

NAME: WEST 74TH, LTD.

AUDIT NUMBER.....H98000002981

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
WEST 74TH, LTD.**

The undersigned, acting as organizer of a Limited Partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, hereby adopts the following certificate for such Limited Partnership:

1. The name of the Limited Partnership is WEST 74TH, LTD.
2. (a) The address of the office of the Limited Partnership at which place the records shall be maintained is:

6401 N.W. 74th Avenue
Miami, Florida 33166
Attention: Salvador A. Jurado

-
- (b) The name and address of the Limited Partnership's agent for service of process is:

Valdes-Fauli Corporate Services, Inc.
2 South Biscayne Boulevard, Suite 3400
One Biscayne Tower
Miami, Florida 33131
Attention: Mark J. Scheer, Esq.

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This Instrument Prepared By:
Mark J. Scheer, Esq.
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
Suite 3400 - One Biscayne Tower
2 South Biscayne Boulevard
Miami, Florida 33131
Florida Bar No.: 0710430

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3. The name and address of the General Partner is:

West 74th Street Corporation
6401 N.W. 74th Avenue
Miami, Florida 33166
Attention: Salvador A. Jurado, President

P9300000 8295

4. The mailing address for the Limited Partnership is:

6401 N.W. 74th Avenue
Miami, Florida 33166
Attention: Salvador A. Jurado

5. The term of the Limited Partnership shall commence on the date of filing of this Certificate with the Secretary of State of Florida and shall continue until February 4, 2048, unless sooner terminated as provided in the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned, as general partner of the Limited Partnership, has hereto executed this Certificate of Limited Partnership as of the 5th day of February, 1998.

GENERAL PARTNER:

WEST 74TH STREET CORPORATION

By: _____

Salvador A. Jurado, President

Attest: _____


[CORPORATE SEAL]

FAX AUDIT NO.: H98000002981

FAX AUDIT NO.: H98000002981

STATE OF FLORIDA)
): SS
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 5 day of February, 1998 by Salvador A. Jurado, as President of West 74th Street Corporation, the General Partner of West 74th, Ltd., who is personally known to me or has produced _____ as identification.


Print Name: _____
NOTARY PUBLIC
State of Florida

My Commission Expires: _____



Elizabeth Flores
My Commission CC580458
Expires Aug. 27, 2000

Having been named to accept service of process for the above stated Limited Partnership, at the place designated in this Certificate of Limited Partnership, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Valdes-Fauli Corporate Services, Inc.

Dated: February 12 1998

By: 
Mark J. Scheer, Vice President

Attest:  A.S.

[CORPORATE SEAL]

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