

# A98 000000424

*Sumalee Searns*  
Requestor's Name

Address

City/State/Zip Phone #

500002432725--1  
-02/17/98--01052--001  
\*\*\*1793.75 \*\*\*1793.75

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. WestCity m. Sg., Ltd  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 16 AM 11:10

- ☒ Walk in    ☐ Pick up time    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☒ Photocopy    ☒ Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION      |                     |
|-------------------------------------|---------------------|
| <input checked="" type="checkbox"/> | Foreign             |
| <input type="checkbox"/>            | Limited Partnership |
| <input type="checkbox"/>            | Reinstatement       |
| <input type="checkbox"/>            | Trademark           |
| <input type="checkbox"/>            | Other               |

RECEIVED  
98 FEB 16 AM 10:58  
DEPARTMENT OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

A98-424

|                   |                    |
|-------------------|--------------------|
| Name              | <i>[Signature]</i> |
| Availability      | <i>[Signature]</i> |
| Document Examiner | <i>[Signature]</i> |
| Updater           | <i>[Signature]</i> |
| Updater Verifier  | <i>[Signature]</i> |
| Acknowledgment    | <i>[Signature]</i> |
| W. P. Verifier    | <i>[Signature]</i> |

Cora Flip

|                     |  |
|---------------------|--|
| Examiner's Initials |  |
|---------------------|--|

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**WEST CITY M. SQ., LTD.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 16 AM 11:10

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 West City M. Sq., Ltd.

2. Registered Office.

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

4. General Partner.

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

West City M. Sq., Inc.  
c/o Carey Kramer Company - South Florida  
3265 Meridian Parkway, Suite 100  
Ft. Lauderdale, FL 33331

998-13214

5. Mailing Address.

The mailing address of the Partnership is c/o Carey Kramer Company - South Florida, 3265 Meridian Parkway, Suite 100, Ft. Lauderdale, FL 33331.

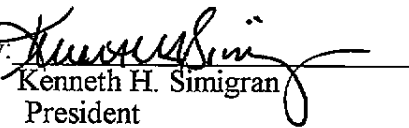
6. Dissolution.

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

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership as of the \_\_\_\_ day of February, 1998.

GENERAL PARTNER:

WEST CITY M. SQ., INC.

By:   
Kenneth H. Simigran  
President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 16 AM 11:10


**CERTIFICATE DESIGNATING REGISTERED AGENT**

**AND REGISTERED OFFICE**


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

WEST CITY M. SQ., LTD., desiring to organize as a limited partnership under the laws of the State of Florida, has designated White & Case LLP, 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.

WEST CITY M. SQ., INC.  
General Partner

By:   
Kenneth H. Simigran  
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.

By:   
K. Lawrence Gragg  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 16 AM 11:10

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

Kenneth H. Simigran, President of West City M. Sq., Inc., a Florida corporation, constituting the sole general partner of WEST CITY M. SQ., LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certifies as follows:

1.     The actual amount of capital contributions of the limited partners is  
\$297,000.00.     —

2.     The total anticipated amount of the capital contributions of the limited  
partners is \$297,000.00.

This     day of February, 1998.

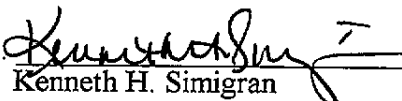
FURTHER AFFIANT SAYETH NOT.

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:

WEST CITY M. SQ., INC.

By

  
Kenneth H. Simigran  
President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 16 AM 11:10