800000502 Address City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time Certified Copy Certificate of Status Will wait Mail out Photocopy NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

CR2E031(1/95)

CERTIFICATE OF LIMITED PARTNERSHIP

OF

WEST CITY PLAZA DEL MAR, LTD.



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, ct. seq.) as follows:

1. Name.

Del Mar, Ltd.

The name of the limited partnership (the "Partnership") is West City Plaza

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.

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 Plaza Del Mar, Inc. c/o Carey Kramer Company - South Florida 3265 Meridian Parkway, Suite 100 Ft. Lauderdale, FL 33331

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. <u>Dissolution</u>.

2048.

The latest date upon which the Partnership will dissolve is December

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership as of the 33 day of February, 1998.

GENERAL PARTNER:

WEST CITY PLAZA DEL MAR, INC.

Kenneth H. Simigran

President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Kenneth H. Simigran, President of West City Plaza Del Mar, Inc., a Florida corporation, constituting the sole general partner of WEST CITY PLAZA DEL MAR, 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 \$ 693,000.00

This 23 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:

President

WEST CITY PLAZA DEL MAR, INC.

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