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0630 P. 1/4

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FROM: TRIPP, SCOTT, CONKLIN & SMITH  
075350000065  
CONTACT: IRIS HAIBI  
PHONE: (954)525-7500  
(954)761-8475

ACCT#:

FAX

NAME: REX 204, LTD.

AUDIT NUMBER.....H98000008584

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

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H98000008584 No. 0630 P. 2/4

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
REX 204, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:


1. The name of the limited partnership ("Partnership") is: Rex 204, Ltd.
2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is: 1512 East Broward Blvd., Suite 104, Fort Lauderdale, Florida 33301.
3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is: Gregory A. McLaughlin, Tripp, Scott, Conklin & Smith, 110 SE 6th Street, 15th Floor, Fort Lauderdale, Florida 33301.
4. The name and business address of the General Partner of the Partnership is as follows:  

*947-17009*  
Rex, Inc.  
1512 East Broward Blvd., Suite 104  
Fort Lauderdale, Florida 33301
5. A mailing address for the Partnership is as follows:  

1512 East Broward Blvd., Suite 104  
Fort Lauderdale, Florida 33301
6. The latest date upon which the Partnership is to dissolve is Forty (40) years from the date of the recording of the Certificate of Limited Partnership, unless otherwise continued in accordance with the terms of an Amendment to this Certificate of Limited Partnership.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal to this Certificate this 29 day of April, 1998.

GENERAL PARTNER:

  
Larissa M. Bronisas, Secretary  
Rex, Inc.

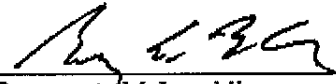
This document prepared by:  
Gregory A. McLaughlin  
Tripp Scott Conklin & Smith  
110 SE 6th Street, 15th Floor  
Ft. Lauderdale, FL 33301  
FL Bar No. 0518794  
(954)525-7500

May. 6. 1998 4:17PM

No. 0630 P. 3/4  
B98000008584

**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of Rex 204, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act (1986).

  
\_\_\_\_\_  
Gregory A. McLaughlin

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**AFFIDAVIT DECLARING AMOUNT OF  
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF  
REX 204, LTD.**

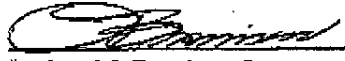
BEFORE ME, the undersigned Secretary of the sole General Partner of Rex 204, Ltd., a Florida limited partnership ("Partnership"), certify as follows:

The limited partners' contributions to the Partnership total \$990.00 at this time and it is anticipated that future contributions of limited partners is \$0.00.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NAUGHT.

Under the 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.

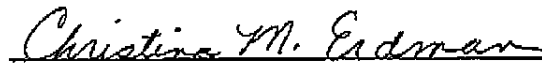
  
Larissa M. Bronisas, Secretary  
Rex, Inc., General Partner

STATE OF FLORIDA )

ss.:

COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 29 day of April, 1998, by Larissa M. Bronisas, who is personally known to me or who has produced as identification.

  
Notary Public  
My Commission Expires:

