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MURAI WALD BIONDO & MORENO  
PROFESSIONAL ASSOCIATION  
ATTORNEYS

900 INGRAHAM BUILDING  
25 SOUTHEAST 2ND AVENUE  
MIAMI, FLORIDA 33131

TEL: (305) 358-5900  
FAX: (305) 358-9490  
E-MAIL: MWBM@GATE.NET

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00789-100456 - 00671

August 7, 1998

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Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: SRA/SUNRISE DEVELOPMENT, LTD./Our File No. 1548.000

Dear Sir or Madam:

Enclosed are the following documents:

1. Certificate of Limited Partnership of SRA/Sunrise Development, Ltd.;
2. Affidavit;
3. Certificate of Registered Agent of SRA/Sunrise Development, Ltd.;
4. Check payable to Secretary of State in the amount of \$140.00, representing filing fee of \$52.50, certified copy fee of \$52.50 and registered agent fee of \$35.00.

If you have any questions in this regard, please feel free to contact me.

Very truly yours,

*Cristina Echarte Brochin*

Cristina Echarte Brochin

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Encls.

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WAB-18546

Name	MAH
Availability	MAH
Document Examiner	MAH
Updater	MAH
Updater Verifier	MAH
Acknowledgement	MAH
W. P. Verifier	MAH

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DIVISION OF CORPORATIONS  
SEP 23 AM 8:57



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 26, 1998

CRISTINA ECHARTE BROCHIN  
MURAI WALD BIONDO & MORENO  
25 SE 2ND AVE., 900 INGRAHAM BLDG.  
MIAMI, FL 33131

SUBJECT: SRA/SUNRISE DEVELOPMENT, LTD.  
Ref. Number: W98000018546

We have received your document for SRA/SUNRISE DEVELOPMENT, LTD. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Section 620.108, Florida Statutes, requires the affidavit include the amount of capital contributions of the limited partners and the amount anticipated to be contributed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 498A00042297

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF SRA/SUNRISE DEVELOPMENT, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certify as follows:

1. The name of the Partnership is SRA/SUNRISE DEVELOPMENT, LTD.
2. The purpose of the Partnership is to acquire and develop real property.
3. The principal place of business and mailing address of the Partnership is 5345 Pine Tree Drive, Miami Beach, FL 33140.
4. The names and principal places of business of the General Partner is as follows:

*PA8000061351*

General Partner: SRA/SD, Inc., a Florida corporation  
5345 Pine Tree Drive  
Miami Beach, FL 33140

5. The term for which the partnership is to exist is from the date the certificate of limited partnership is issued from the Secretary of State, through December 31, 2018, unless sooner terminated.

6. The amount of capital initially contributed to the Limited Partnership is \$300.00 of which \$3.00 is contributed by the General Partner and \$277.00 is contributed by the Limited Partners.

7. The Limited Partners are required to contribute a limited amount of additional capital to the Partnership of approximately \$1.00 *per share*.

8. The name and address of the Registered Agent for service of process is:

Murai, Wald, Biondo & Moreno, P.A.  
25 S.E. 2nd Avenue, Suite 900  
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned, being duly sworn, have certified, sworn to and agreed to the foregoing this *24th* day of July, 1998.

SRA/SUNRISE DEVELOPMENT, LTD.  
a Florida limited partnership  
By its General Partner:  
SRA/SD, INC.  
a Florida corporation  
By: *[Signature]*  
Clifford M. Stein, President

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DIVISION OF CORPORATIONS  
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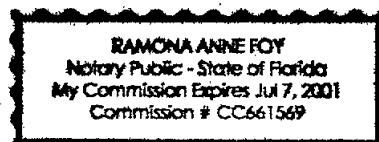
STATE OF FLORIDA )  
                                  ): ss.  
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this *24th* day of July, 1998 by CLIFFORD M. STEIN, as President, of SRA-SD, INC., on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ as identification.

*Ramona Anne Foy*  
NOTARY PUBLIC, STATE OF FLORIDA  
Print name: \_\_\_\_\_  
Commission No.: \_\_\_\_\_  
My Commission expires: \_\_\_\_\_

This Instrument Prepared By:  
Cristina Echarte Brochin, Esq.  
Murai, Wald, Biondo & Moreno, P.A.  
25 Southeast Second Avenue, #900  
Miami, Florida 33131  
Phone: (305)358-5900 Fla. Bar #518410

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CERTIFICATE OF REGISTERED AGENT  
OF  
SRA/SUNRISE DEVELOPMENT, LTD.

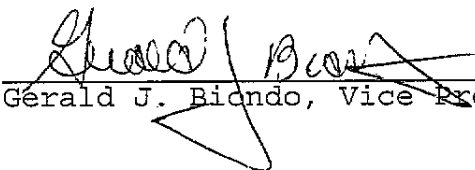
In pursuance of Chapter 620.105, Florida Statutes, the following is submitted, in compliance with said Act:

That SRA/SUNRISE DEVELOPMENT, LTD., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Certificate of Limited Partnership, at the City of Miami Beach, County of Miami-Dade, State of Florida, has named Murai, Wald, Biondo & Moreno, P.A., 25 S.E. 2nd Avenue, Suite 900, Miami, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 21 day of July, 1998.

  
Gerald J. Biondo, Vice President

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AFFIDAVIT

BEFORE the undersigned authorities, personally appeared Clifford M. Stein, who being duly sworn deposes and states as follows:

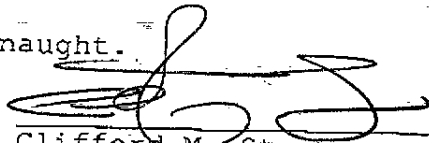
1. That Clifford M. Stein is the President of SRA/SD, INC., a Florida corporation, general partner in the partnership known as SRA/SUNRISE DEVELOPMENT, LTD., a Florida limited partnership.

2. That the amount of capital contributions contributed by the General Partner is \$3.00.

3. That the amount of capital contributions contributed by the Limited Partners is \$277.00.

4. The Limited Partners are required to contribute a limited amount of additional capital to the Partnership of approximately \$1.00.


5. Further Affiants sayeth naught.

  
Clifford M. Stein

STATE OF FLORIDA )  
 ) : ss.  
COUNTY OF MIAMI-DADE)

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DIVISION OF CORPORATIONS  
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The foregoing instrument was acknowledged before me this day of September, 6 1998 by CLIFFORD M. STEIN, who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
NOTARY PUBLIC, STATE OF FLORIDA

Print name: \_\_\_\_\_

Commission No.: \_\_\_\_\_

My Commission expires:

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RAMONA ANNE FOY  
Notary Public - State of Florida  
My Commission Expires Jul 7, 2001  
Commission # CC661569