

# A98000002356



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## HOLD

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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

W/B Brickell Bayview Ltd.

☐ Walk In  
☐ Mail Out  
☐ Will Wait  
☐ Photocopy

☐ Pick Up Time

# RUSH

4

☒ Certified Copy  
☐ Certificate of Status  
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| 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/QUALIFICATION          |                     |
|-------------------------------------|---------------------|
| <input type="checkbox"/>            | Foreign             |
| <input checked="" type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/>            | Reinstatement       |
| <input type="checkbox"/>            | Trademark           |
| <input type="checkbox"/>            | Other               |

☐ Certificate of FICTITIOUS NAME  
☐ FICTITIOUS NAME SEARCH  
☐ CORP SEARCH

*OK 10/13/98*

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**W/B BRICKELL BAYVIEW, LTD.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 13

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of W/B BRICKELL BAYVIEW, LTD., a Florida limited partnership (the "Partnership"), does hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

W/B Brickell Bayview, Ltd.

2. The office and principal place of business for the Partnership currently is:

2665 South Bayshore Drive  
Miami, Florida 33133

3. The name and address of the agent for service of process on the Partnership are:

Richard E. Schatz  
2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130

4. The name and address of the sole General Partner of the Partnership are:

W/B Brickell Bayview Corp.  
2665 South Bayshore Drive  
Miami, Florida 33133

89500086751

5. The mailing address of the Partnership is:

2665 South Bayshore Drive  
Miami, Florida 33133

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

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as sole General Partner of the Partnership, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: October \_\_, 1998

W/B BRICKELL BAYVIEW CORP.,  
as sole General Partner

By: 

Warren P. Weiser, President

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98 OCT 13 PM 1:18

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

I, Richard E. Schatz, hereby accept my appointment as registered agent for W/B Brickell Bayview, Ltd., a Florida limited partnership and state that I am familiar with and accept the obligations provided for in Florida Statutes Section 607.0501.

DATED: October \_\_, 1998

By: 

Richard E. Schatz, Resident Agent

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

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STATE OF FLORIDA        )  
                                  ) SS:  
COUNTY OF DADE        )

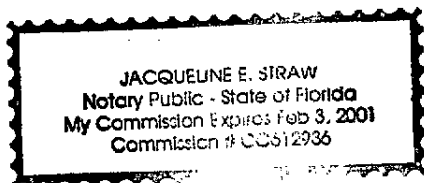
BEFORE ME, the undersigned authority, personally appeared Warren P. Weiser, as President of W/B Brickell Bayview Corp., a Florida corporation, as sole General Partner of W/B Brickell Bayview, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.00.
2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

W/B BRICKELL BAYVIEW CORP.,  
as sole General Partner

By:   
Warren P. Weiser, President

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of October, 1998, by Warren P. Weiser, as President of W/B Brickell Bayview Corp., a Florida corporation, as sole General Partner of W/B Brickell Bayview, Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.



JACQUELINE STRAW  
Print or Stamp Name:  
Notary Public, State of Florida at Large  
Commission No.:  
My Commission Expires: