



THE UNITED STATES
CORPORATION
COMPANY

A98000002888

ACCOUNT NO. : 072100000032

REFERENCE : 080545 4303929

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 1837.50

ORDER DATE : December 28, 1998

ORDER TIME : 3:52 PM

ORDER NO. : 080545-035

600002724206--8

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein
GREENBERG TRAUIG
GREENBERG TRAUIG
1221 Brickell Avenue
20th Floor
Miami, FL 33131

DOMESTIC FILING

NAME: COLONIAL RIDGE DEVELOPERS,
LTD.

EFFECTIVE DATE:

(3)

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

RECEIVED

98 DEC 29 PM 4:17

98 DEC 28 PM 2:05

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

File 2nd BK 12/28/98

CERTIFICATE OF LIMITED PARTNERSHIP

OF

COLONIAL RIDGE DEVELOPERS, LTD.

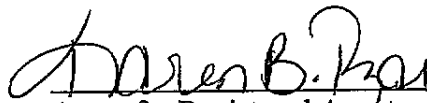
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 28 PM 2:05

Pursuant to Section 620.108 of the Revised Uniform Limited Partnership Act (the "Act"), the undersigned being the sole General Partner of COLONIAL RIDGE DEVELOPERS, LTD., hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is COLONIAL RIDGE DEVELOPERS, LTD.
2. The business address and the mailing address of the limited partnership is 3400 N.E. 34 Street, Suite 101, Ft. Lauderdale, Florida 33308.
3. The name of the registered agent for service of process required by Section 620.105 the of the Act is Corporation Service Company.
4. The Florida street address for the registered agent is 1201 Hays Street, Tallahassee, Florida 32301.
5. **Agent Acceptance of Appointment of Registered**

Having been named the statutory registered agent of COLONIAL RIDGE DEVELOPERS, LTD., at the place designated in this Certificate of Limited Partnership of COLONIAL RIDGE DEVELOPERS, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by Section 620.192 of the Act and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.

Corporation Service Company



Agent for Registered Agent
Karen B. Rozar, As Its Agent

CP 7800001128

6. The name and business address of the general partner is as follows: Searidge, a Florida general partnership, 3400 N.E. 34 Street, Suite 101, Ft. Lauderdale, Florida 33308.
7. The latest date upon which the limited partnership is to dissolve is December 31, 2048.

FILED
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98 DEC 28 PM 2:05

IN WITNESS WHEREOF, the sole General Partner has executed the foregoing Certificate of Limited Partnership on this 15 day of December, 1998 in accordance with Section 620.114 of the Act.

COLONIAL RIDGE DEVELOPERS, a Florida limited partnership

By: SEARIDGE, a Florida general partnership, general partner

By: WOLS RIDGE, LTD., a Florida limited partnership, general partner

By: EDH RIDGE, LTD., a Florida limited partnership, general partner

By: EDH RIDGE CORP., a Florida corporation, general partner


By: Howard Wolofsky, President

AFFIDAVIT

The undersigned, being the sole General Partner of COLONIAL RIDGE DEVELOPERS, LTD., a Florida Limited Partnership, hereby certifies as follows:

1. The amount of capital contributions to date of the limited partners is \$ 500,000.
2. The total amount of contributed and anticipated to be contributed by the limited partners at this time totals \$ 500,000.

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.

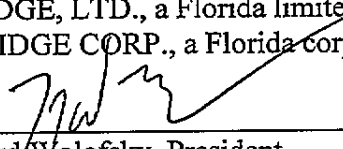
COLONIAL RIDGE DEVELOPERS, a Florida limited partnership

By: SEARIDGE, a Florida general partnership, general partner

By: WOLS RIDGE, LTD., a Florida limited partnership, general partner

By: EDH RIDGE, LTD., a Florida limited partnership, general partner

By: EDH RIDGE CORP., a Florida corporation, general partner


By: Howard Wolofsky, President