



THE UNITED STATES
CORPORATION
COMPANY

A99000000276

ACCOUNT NO. : 072100000032

REFERENCE : 131788 7104837

AUTHORIZATION :

Patricia Pujol

COST LIMIT : \$ 1837.50

ORDER DATE : February 11, 1999

ORDER TIME : 12:16 PM

ORDER NO. : 131788-005

500002773075--8

CUSTOMER NO: 7104837

CUSTOMER: Mr. Mario A. Romine
TURNBERRY ASSOCIATES
TURNBERRY ASSOCIATES
Suite 400
19501 Biscayne Boulevard
Aventura, FL 33180

W99 000003488

DOMESTIC FILING

NAME: AVENTUA HOLDING GROUP, L.P.
II

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

(6)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JANNA WILSON

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 18 AM 11:09

DIVISION OF CORPORATIONS

99 FEB 11 PM 1:07

RECEIVED

BK
2/18/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 11, 1999

JANNA WILSON
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: AVENTURA HOLDING GROUP, L.P. II
Ref. Number: W99000003488

RESUBMIT
Please give original
submission date as file date.

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DIVISION OF CORPORATIONS
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We have received your document for AVENTURA HOLDING GROUP, L.P. II and the authorization to debit your account in the amount of \$1837.50. However, the document has not been filed and is being returned for the following:

Under current law, Florida limited partnerships cannot use "L.P." as a suffix. Please use LTD., LIMITED, or LIMITED PARTNERSHIP.

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) 487-6914.


Buck Kohr
Corporate Specialist

Letter Number: 499A00006192

99 FEB 18 AM 10:43
DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
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DIVISION OF CORPORATIONS
99 FEB 18 AM 11:09

1. Aventura Holding Group, Limited Partnership II
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
c/o Turnberry Associates
19501 Biscayne Blvd., Suite 400, Aventura, FL 33180
2. _____
(Business address of Limited Partnership)
3. Kenneth Bernstein
(Name of Registered Agent for Service of Process)
4. 19501 Biscayne Blvd., Suite 400, Aventura, FL 33180
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 19501 Biscayne Blvd., Suite 400, Aventura, FL 33180
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2008

8. Name(s) of general partner(s):

Street address:

Donald M. Soffer

19501 Biscayne Blvd., Suite 400

Aventura, FL 33180

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 17th day of February, 19 99

Signature of all general partners:

General Partner

General Partner

General Partner


General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

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The undersigned constituting all of the general partners of Aventura Holding Group, Limited
Partnership II

_____,
a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 250,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 250,000.

Signed this 17th day of February, 19 99.

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*

General Partner



General Partner

General Partner

General Partner

General Partner

General Partner

CONSENT TO USE OF NAME

Aventura Holding Group, Limited Partnership, a limited partnership organized under the laws of the State of Florida, hereby consents to the organization of Aventura Holding Group, Limited Partnership II in the State of Florida. Please note that these two Limited Partnerships are affiliated entities.

IN WITNESS WHEREOF, the said Aventura Holding Group, Limited Partnership has caused this consent to be executed by Donald M. Soffer, its General Partner this 17th day of February 1999.

Aventura Holding Group, Limited
Partnership

By: 

Name: Donald M. Soffer

Title: General Partner

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CONSENT TO USE OF NAME

Aventura Holding Group, L.P. I, a limited partnership organized under the laws of the State of Florida, hereby consents to the organization of Aventura Holding Group, Limited Partnership II in the State of Florida. Please note that these two Limited Partnerships are affiliated entities.

IN WITNESS WHEREOF, the said Aventura Holding Group, L. P. I has caused this consent to be executed by Donald M. Soffer, its General Partner this 17th day of February 1999.

Aventura Holding Group, L.P. I

By: 

Name: Donald M. Soffer

Title: General Partner

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