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Florida Department of State
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To:

Division of Corporations
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CM

From:

angelica M. Calabrese
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FLORIDA LIMITED PARTNERSHIP
MEDITERRANEAN VILLAGE LIMITED PARTNERSHIP

Certificate of Status	0
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DIVISION OF CORPORATIONS

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CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned general partner represents that it has formed a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (the "Act"), and that it has executed this Certificate of Limited Partnership pursuant to the foregoing Act and states herein as follows:

I. Name

The name of the limited partnership is MEDITERRANEAN VILLAGE LIMITED PARTNERSHIP.

II. Records of the Partnership

The address of the office in Florida at which place the records of the partnership shall be maintained is 21 W. Las Olas Blvd., Ft. Lauderdale, FL 33301.

III. Registered Agent

The address of the registered office of the partnership and the name of the registered agent for service of process located at that office are American Information Services, Inc., One S.E. 3rd Avenue, 28th Floor, Miami, FL 33131.

IV. General Partner

The name and business address of the general partner of the partnership is Mediterranean Village Inc., 21 W Las Olas Blvd., Ft. Lauderdale, FL 33301. *pg 8-2448*

V. Mailing Address

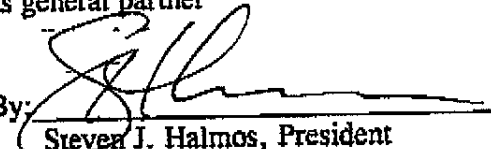
The mailing address of the partnership is 21 W. Las Olas Blvd., Ft. Lauderdale, FL 33301.

VI. Dissolution

The latest date on which the partnership is to dissolve is December 31, 2050.

WHEREFORE, the undersigned, the general partner of the partnership, has executed this Certificate of Limited Partnership on May 12, 1999.

MEDITERRANEAN VILLAGE INC.,
as general partner

By: 
Steven J. Halmos, President

Prepared by: ...
Andrew M. Smolian, Esq.
One S. E. 3rd Avenue, 28th Floor
Miami, FL 33131
(305) 374 5600
Florida Bar No.829791

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned general partner of MEDITERRANEAN VILLAGE LIMITED PARTNERSHIP, a Florida limited partnership, certifies:

The amount of capital contributions to date of the limited partners is \$100.00.

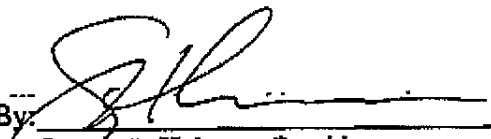
The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$5,500,000.00.

Further affiant sayeth not.

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

Dated this May 12, 1999.

MEDITERRANEAN VILLAGE INC.,
as general partner

By: 
Steven J. Halmos, President

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LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.**

In compliance with Section 620.105, Florida Statutes, the following is submitted:

MEDITERRANEAN VILLAGE LIMITED PARTNERSHIP with its place of business at 21 W. Las Olas Blvd., Ft. Lauderdale, FL 33301, has named American Information Services, Inc. at One S.E. 3rd Avenue, 28th Floor, Miami, FL 33131, as its agent to accept service of process within Florida.

MEDITERRANEAN VILLAGE INC.,
as general partner

By: 

Steven J. Halmos, President

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Having been named to accept Service of Process for the above stated limited partnership, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and the undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 620.192, Florida Statutes.

Dated this May 12, 1999.

AMERICAN INFORMATION SERVICES, INC.

By: 

Angelica M. Calabrese, Vice President