

Division of Corporations

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Florida Department of State
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From: Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
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Fax Number : (305)789-3395

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FLORIDA LIMITED PARTNERSHIP

BFC Venture Partners - 1999, Ltd.

W19-14335

Certificate of Status	0
Certified Copy	1
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CERTIFICATE OF LIMITED PARTNERSHIP

OF

BFC VENTURE PARTNERS - 1999, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of BFC VENTURE PARTNERS - 1999, 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:

BFC VENTURE PARTNERS - 1999, LTD.

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

1750 East Sunrise Boulevard
Fort Lauderdale, Florida 33304

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

Alison W. Miller
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130

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

109-55871
BFC Venture Partners - 1999, Inc.
1750 East Sunrise Boulevard
Fort Lauderdale, Florida 33304

5. The mailing address of the Partnership is:

1750 East Sunrise Boulevard
Fort Lauderdale, Florida 33304

Filed by:
Alison W. Miller, Florida Bar No. 220132
Stearns Weaver Miller, et al
150 West Flagler Street, Suite 2200
Miami, Florida 33130
Telephone: 305-789-3200
Facsimile: 305-789-3395

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2049. 6. The latest date upon which the Partnership shall dissolve is December 31,

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

DATED: June 18, 1999

BFC VENTURE PARTNERS 1999, INC., a
Florida corporation, its General Partner

By:


John E. Abdo, President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Alison W. Miller hereby accepts her appointment as registered agent for BFC Venture Partners - 1999, Ltd., a Florida limited partnership and states that she is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: June 18, 1999


Alison W. Miller, Registered Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

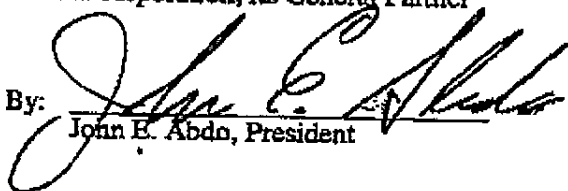
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared John E. Abdo as President of BFC Venture Partners 1999, Inc., a Florida corporation, as sole General Partner of BFC Venture Partners 1999, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

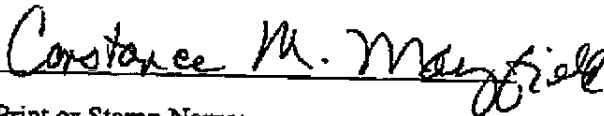
1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$100.00.
2. It is anticipated that the Limited Partners will not make additional contributions to the capital of the Partnership.

BFC VENTURE PARTNERS 1999, INC., a
Florida corporation, its General Partner

By:


John E. Abdo, President

The foregoing instrument was acknowledged before me this 18th day of June, 1999, by John E. Abdo as President of BFC Venture Partners 1999, Inc., a Florida corporation, as sole General Partner of BFC Venture Partners 1999, Inc., 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.



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



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