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FLORIDA LIMITED PARTNERSHIP

Casa Mia Partners LTD:
Ltd.

A99-1208

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CERTIFICATE OF LIMITED PARTNERSHIP

FOR

CASA MIA PARTNERS LTD.

Pursuant to the provisions of the Revised Uniform Limited Partnership Act of the State of Florida (the "Florida Limited Partnership Act"), the undersigned does hereby make the following statements for the purpose of forming a limited partnership pursuant to Section 620.08 of the Florida Limited Partnership Act:

FIRST: The name of the limited partnership (the "Limited Partnership") is Casa Mia Partners Ltd.

SECOND: The address of the registered office of the Limited Partnership in the State of Florida is 445 East Rivo Alto Drive, Miami Beach, Florida 33139.

THIRD: The Registered Agent for Service of Process is John S. Fletcher.

FOURTH: The address of the Registered Agent for Service of Process is: Morgan, Lewis & Bockius, 5300 First Union Financial Center, 200 South Biscayne Boulevard, Miami, FL 33131-2339.

FIFTH: The mailing address for the Limited Partnership is 445 East Rivo Alto Drive, Miami Beach, Florida 33139.

SIXTH: The latest date upon which the partnership is to dissolve is June 30, 2029.

SEVENTH: The name and business address of the general partner of the Limited Partnership is:

Casa Mia G.P., L.L.C.

445 East Rivo Alto Drive
Miami Beach, Florida 33139.

Prepared by:
Ehtan W. Johnson, Esq.
Morgan, Lewis & Bockius LLP
200 S. Biscayne Blvd., Suite 5300
Miami, Florida 33131
(305) 579-0300

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Under 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.

Signed this 22 day of July, 19 99


Michele Grendene

I hereby accept designation as Registered Agent for Service of Process for Casa Mia Partners Ltd.


John S. Fletcher

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FOR

CASA MIA PARTNERS LTD.

The undersigned, constituting all of the general partners of Casa Mia Partners Ltd., certify:

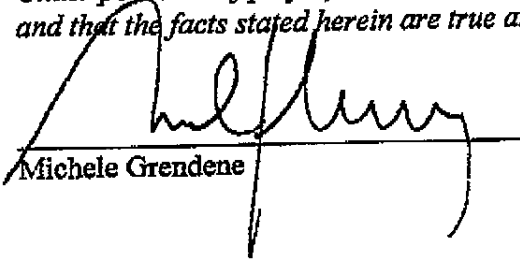
The amount of capital contributions to date of the limited partners is \$ 5,000.00

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

Signed this 22 day of July, 19 99.

FURTHER AFFIANT SAYETH NOT.

Under 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.


Michele Grendene

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