

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000025778 4)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
Phone : (305) 789-3200
Fax Number : (305) 789-3395

FLORIDA LIMITED PARTNERSHIP

Mainstreet One Financial Plaza, Ltd.

W99-23533

| | |
|-----------------------|----------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 04 |
| Estimated Charge | \$148.75 |

99 OCT 13 11:03:31

Print

with

10/13

H99000025778 8

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MAINSTREET ONE FINANCIAL PLAZA, LTD.**

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the General Partners of MAINSTREET ONE FINANCIAL PLAZA, LTD., a Florida limited partnership (the "Partnership"), do 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:
Mainstreet One Financial Plaza, Ltd.
2. The office and principal place of business for the Partnership currently is:
c/o Carey Kramer Company - South Florida
1840 N. Commerce Parkway, Suite 3
Weston, Florida 33326
3. The name and address of the agent for service of process on the Partnership is:
Kenneth H. Simigran
c/o Carey Kramer Company - South Florida
1840 N. Commerce Parkway, Suite 3
Weston, Florida 33326
4. The names and addresses of the General Partners of the Partnership are:
West City One Financial Plaza, Inc.
c/o Carey Kramer Company - South Florida
1840 N. Commerce Parkway, Suite 3
Weston, Florida 33326

Filed by:
Louise J. Allen, Fla. Bar No. 386707
Stearns Weave Miller et al
150 West Flagler Street, Suite 2200
Miami, Florida 33130
Telephone: 305-789-3200
Facsimile: 305-789-3395

H99000025778 4

H99000025778 4

Mainstreet One Financial Plaza, Inc.
1840 N. Commerce Parkway, Suite 3
Weston, Florida 33326

PA9-89823

5. The mailing address of the Partnership is:

c/o Carey Kramer Company - South Florida
1840 N. Commerce Parkway, Suite 3
Weston, Florida 33326

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

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

DATED: October 12, 1999

WEST CITY ONE FINANCIAL
PLAZA, INC., a Florida corporation,
a General Partner

By: 
Kenneth H. Simigran, President

MAINSTREET ONE FINANCIAL
PLAZA, INC., a Florida corporation,
a General Partner

By: 
Paul Kilgallon, President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Kenneth H. Simigran hereby accepts his appointment as registered
agent for Mainstreet One Financial Plaza, Ltd., a Florida limited partnership and
states that he is familiar with and accepts the obligations provided for in Florida
Statutes Section 607.0501.

DATED: October 12, 1999


Kenneth H. Simigran

H99000025778 4

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA }
COUNTY OF BROWARD } SS:

BEFORE ME, the undersigned authority, personally appeared Kenneth H. Simigran as President of West City One Financial Plaza, Inc., a Florida corporation, and Paul Kilgallon as President of Mainstreet One Financial Plaza, Inc., a Florida corporation, as General Partners of Mainstreet One Financial Plaza, Ltd., a Florida limited partnership (the "Partnership"), who state as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$990.00.

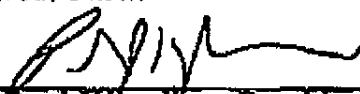
2. It is anticipated that the Limited Partners will not make additional contributions to the capital of the Partnership.

DATED: October __, 1999

WEST CITY ONE FINANCIAL
PLAZA, INC., a Florida corporation,
a General Partner

By: 
Kenneth H. Simigran, President

MAINSTREET ONE FINANCIAL
PLAZA, INC., a Florida corporation,
a General Partner

By: 
Paul Kilgallon, President

H99000025778 4

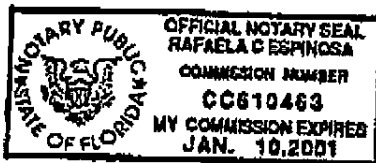
H99000025778 4

The foregoing instrument was acknowledged before me this 12 day of October, 1999, by Kenneth H. Simigran as President of West City One Financial Plaza, Inc., a Florida corporation, as a General Partner of Mainstreet One Financial Plaza, Ltd., 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.



Rafaela C. Espinosa
Print or Stamp Name: RAFAELA C. ESPINOSA
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires:

The foregoing instrument was acknowledged before me this 12 day of October, 1999, by Paul Kilgallon as President of Mainstreet One Financial Plaza, Inc., a Florida corporation, as a General Partner of Mainstreet One Financial Plaza, Ltd., 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.



Rafaela C. Espinosa
Print or Stamp Name: RAFAELA C. ESPINOSA
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires:

HAW-CO\35398\001\WMOFF.CLP

H99000025778 4