

**LEWIS, VEGOSEN, ROSENBAACH, SILBER & DUNKEL, P.A.**

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P.O. BOX 4388  
WEST PALM BEACH, FL 33402-4388

October 11, 1999

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

200003013512-1  
-10/13/99-01036-005  
\*\*\*1837.50 \*\*\*1837.50

Re: Triple Outlet World, Ltd.

Gentlemen:

Enclosed herewith for filing in connection with the captioned limited partnership are: Certificate of Limited Partnership, Affidavit of Capital Contributions, and Registered Agent form. Also enclosed is a copy of the Certificate of Limited Partnership.

Also enclosed herewith is a check to the order of the Secretary of State in the amount of \$1,837.50 to cover the following fees:

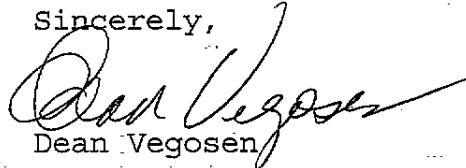
Filing Fee	\$1,750.00
Certified copy of Certificate	52.50
Registered Agent Fee	35.00

Total: \$1,837.50

Kindly process the enclosures and return a certified copy of the Certificate of Limited Partnership at your earliest convenience.

Thank you for your attention to this matter.

Sincerely,

  
Dean Vegosen

DV:jha  
Enclosures

cc: Lothar Estein

FILED  
99 OCT 13 AM 11:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
TRIPLE OUTLET WORLD, LTD.

This Certificate of Limited Partnership is prepared and recorded pursuant to Chapter 620, Florida Statutes, and the undersigned swears to the following:

1. The name of the Partnership is TRIPLE OUTLET WORLD, LTD.
2. The character of the business to be conducted by the Partnership is to acquire, convey, mortgage, lease, develop, construct, repair, maintain, manage, operate, trade and deal with real and personal property and such other activities in connection with Partnership business as the General Partner deems necessary or appropriate or such other purposes as may be permitted under applicable law and subject to the single-purpose entity limitations contained in the Agreement of Limited Partnership.

3. The address of the office of the Partnership is c/o Estein & Associates USA, Ltd., 5211 International Drive, Orlando, Florida 32819.

4. The mailing address of the Partnership is c/o Estein & Associates USA, Ltd., 5211 International Drive, Orlando, Florida 32819.

5. The mailing address of the sole General Partner

Name

L99-5165

Address

WELP Triple Outlet, L.C. c/o Dean Vegosen  
500 S. Australian Avenue  
West Palm Beach, FL 33401

6. The term for which the Partnership is to exist shall commence on the date hereof and shall continue until the anniversary of such filing in the year 2029 unless earlier terminated by disposition of all of the interests in properties which the Partnership has acquired, or the dissolution or termination of the Partnership.

7. The Agent for Services of process of the Partnership is Dean Vegosen, an individual and resident of the State of Florida, whose address is 500 S. Australian Avenue, 10th Floor, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 19 day of August, 1999.

WELP TRIPLE OUTLET, L.C., General  
Partner

By: [Signature]  
Lothar Estein, Manager

STATE OF FLORIDA

COUNTY OF ORANGE

Before me, the undersigned authority, personally appeared LOTHAR ESTEIN, as Manager of WELP Triple Outlet, L.C., personally known to me to be the individual named in the foregoing instrument, and he acknowledged to and before me that he executed the same as such Manager of WELP Triple Outlet, L.C., duly authorized, and affixed thereto the corporate seal, for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid, this 19<sup>th</sup> day of August, 1999.



DENISE Q. PURINTON  
My Comm Exp. 11/14/2000  
Bonded By Service Ins  
No. CC601604  
☒ Personally Known ☐ Other I.D.

Denise Q. Purinton  
Printed Name: DENISE Q. PURINTON  
Notary Public  
Commission No. CC601604

My commission expires: 11/14/2000

99 OCT 13 AM 11:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA       )  
                              ) SS.  
COUNTY OF ORANGE     )

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Before me, a Notary Public authorized to take acknowledgements in the State and County aforesaid, appeared LOTHAR ESTEIN, the Manager of WELP Triple Outlet, L.C., the sole General Partner of TRIPLE OUTLET WORLD, Ltd., a Florida limited partnership ("the Partnership"), who, upon being duly sworn, certified and stated as follows:

1. The total amount of capital contributions made by the Limited Partners to date is Ten Dollars (\$10.00).

See Schedule I attached hereto and made a part hereof.

Total capital contributions by Limited Partners: \$10.00

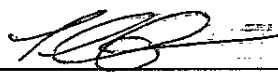
2. The maximum amount of additional capital contributions that will be anticipated to be contributed by the above-named Limited Partners in addition to the amount stated above is: \$0.00.

3. It is anticipated that there may be additional Limited Partners who will contribute up to a total of an additional \$95,999,990.00.

4. The amount of initial capital being contributed by the General Partner is \$2,800,000.00.

5. Under penalties of perjury, the undersigned acknowledges that he has read the foregoing and that the facts alleged are true to the best of his knowledge and belief.


IN WITNESS WHEREOF, the undersigned has executed this Affidavit the 19 day of August, 1999.

  
Lothar Estein

Sworn to and subscribed before me this 19<sup>th</sup> day of August, 1999 by Lothar Estein, who is personally known to me.



DENISE O. PURINTON  
My Comm Exp. 11/14/2000  
Bonded By Service Ins  
No. CC601604  
Personally Known 1108er1.D

  
Notary Public, State of Florida  
DENISE O. PURINTON  
Commission No. CC601604  
EXPIRES: 11/14/2000

FILED  
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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

TRIPLE OUTLET WORLD, LTD.

SCHEDULE I

Limited Partner  
Contribution

WELP Triple Outlet, L.C.

\$ 10.00

TOTAL:

\$10.00

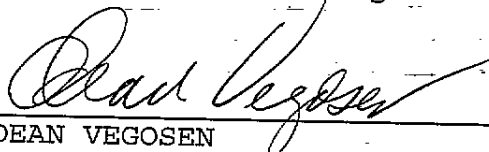
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TALLAHASSEE, FLORIDA

FILED

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for TRIPLE OUTLET WORLD, LTD., a Florida Limited Partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

  
DEAN VEGOSEN

DATE: October 8, 1999

3401.37B\REG-AGNT

99 OCT 13 AM 11:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA