

Florida Department of State

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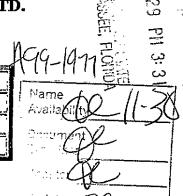
: BROAD AND CASSEL (BOCA RAZON) Account Number : 076376001555

Phone (561) 483-7000 Fax Number : (561)483-7321

FLORIDA LIMITED PARTNERSHIP

WOOLBRIGHT UNIVERSAL PLAZA, LTD.

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CERTIFICATE OF LIMITED PARTNERSHIP OF WOOLBRIGHT UNIVERSAL PLAZA, LTD.,

a Florida limited partnership

The undersigned general partner desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby states the following:

- 1. The name of the limited partnership is Woolbright Universal Plaza, Ltd. (the "Partnership").
- 2. The address of the office of the Partnership is 4800 N. Federal Highway, Suite 108D, Boca Raton, Florida 33431.
- 3. The name and address of the agent for service of process on the Partnership is Woolbright 1 Florida, Inc., 4800 N. Federal Highway, Suite 108D, Boca Raton, Florida 33431.
 - 4. The name and business address of each general partner is as follows:

Woolbright 1 Florida, Inc. 4800 N. Federal Highway, Suite 108D Boca Raton, Florida 33431

- 5. The mailing address of the Partnership is 4800 N. Federal Highway, Suite 108D, Boca Raton, Plorida 33431.
 - The latest date upon which the Partnership will dissolve is December 31, 2049.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by the sole General Partner of Woolbright Universal Plaza, Ltd. this 29 day of November , 1999.

GENERAL PARTNER:

WOOLBRIGHT 1 FLORIDA, INC., a Florida corporation

By: Denis Beaulieu, Vice President

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Woolbright Universal Plaza, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

WOOLBRIGHT 1 FLORIDA, INC., a Florida corporation

By:_

Denis Beaulieu, Vice President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the sole general partner of Woolbright Universal Plaza, Ltd., a Florida limited partnership, certifies as follows:

- The amount of capital contributions to date of the limited partners is \$100.
- 2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.

Executed this 29 day of November 1999

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

WOOLBRIGHT 1 FLORIDA, INC., a Florida corporation

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Denis Beaulieu, Vice President

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