



A010000000681

ACCOUNT NO. : 072100000032

REFERENCE : 155479 80420A

AUTHORIZATION :

COST LIMIT : \$ 1968.75

FILED
01 MAY 18 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 18, 2001

ORDER TIME : 1:35 PM

ORDER NO. : 155479-005

CUSTOMER NO: 80420A

CUSTOMER: Ms. Rebecca Rivera
Peckar & Abramson Rosenberg,
Reisman & Stein LLP
Suite 3050
One Southeast Third Avenue
Miami, FL 33131

200004271762--7

DOMESTIC FILING

NAME: EWE WAREHOUSE INVESTMENTS IX,
LTD.

EFFECTIVE DATE:

(H)

CERTIFICATE OF LIMITED PARTNERSHIP

RETURN THE FOLLOWING AS PROOF OF FILING:

XX (3) CERTIFIED COPY
XX (3) CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

BK

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAY 18 PM 2:15

TO THE SECRETARY OF STATE
OFFICE OF FILING

CERTIFICATE OF LIMITED PARTNERSHIP

OF

EWE WAREHOUSE INVESTMENTS IX, LTD.

FILED
01 MAY 18 PM 4 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, and the Florida Statutes, the Undersigned, being all of the sole General Partner of EWE Warehouse Investments IX, Ltd., a Florida limited partnership, hereby executes this Certificate of Limited Partnership to be filed with the Secretary of State of Florida.

1. The name of this limited partnership is:

EWE WAREHOUSE INVESTMENTS IX, LTD.

2. The office, mailing and business address of the limited partnership is 10165 N.W. 19th Street, Miami, Florida 33172.

3. The name and address of the Agent and office for service of process required by §620.105, Florida Statutes, to be maintained by the limited partnership is:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

4. Acceptance of Appointment of Registered Agent:

Having been named as the Statutory Registered Agent of EWE WAREHOUSE INVESTMENTS IX, LTD., at the office above designated the Undersigned hereby accepts such designation and the obligations provided for the position of registered agent by Section 620.192 of the Florida Statutes. We agree to comply with the provisions of Florida law relative to keeping the registered office open.

CORPORATION SERVICE COMPANY

By: 

Print Name: BRIAN COURTNEY, ASST. V.P.
Agent of Registered Agent

Dated: May 16, 2001

5. The name and business address of the General Partner is as follows

EWE Warehouse Investments IX, LLC
10165 N.W. 19th Street
Miami, FL 33172

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TALLAHASSEE, FLORIDA

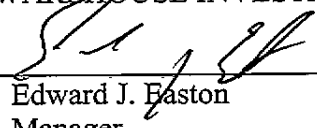
6. The latest date upon which the limited partnership is to dissolve is December 31, 2051.
7. This Certificate of Limited Partnership shall be effective on the date of its filing in the Office of the Secretary of State of Florida.

Under penalties of perjury we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 16th day of May, 2001.

EWE WAREHOUSE INVESTMENTS IX, LLC

By:


Edward J. Baston
Manager

AFFIDAVIT

The Undersigned, constituting all of the general partners of EWE WAREHOUSE INVESTMENTS IX, LTD., a Florida Limited Partnership, hereby certify as follows:

1. The amount of capital contributions to date of the limited partners is: \$1,460,000.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals: \$1,460,000.00.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 16th day of May, 2001.

EWE WAREHOUSE INVESTMENTS IX, LLC

By: _____

Edward J. Easton
Manager