

Ed Tribble
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 FEB 22 PM 2:59

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CHICO LIMITED PARTNERSHIP (Document #)
(Corporation Name)

2. _____ (Document #)
(Corporation Name)

3. _____ (Document #)
(Corporation Name)

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-02/22/02--01056--013
****140.00 ****140.00

4. _____ (Document #)
(Corporation Name)

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

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DIVISION OF CORPORATION

BK

Examiner's Initials

CERTIFICATE AND AFFIDAVIT OF FLORIDA LIMITED PARTNERSHIP

CHICO LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHICO MANAGEMENT LLC, a Florida limited liability company (the "General Partner"), hereby makes, acknowledges and files this Certificate of Limited Partnership (the "Certificate") for CHICO LIMITED PARTNERSHIP (hereinafter referred to as the "Partnership").

1. **Name of Partnership.** The name of the Partnership is CHICO LIMITED PARTNERSHIP.

2. **Mailing Address and Principal Place of Business of the Limited Partnership.** The mailing address of the Partnership is 2665 S. Bayshore Drive, Suite 703, Miami, Fl 33133. The General Partner shall promptly give notice to the other Partners of any change of mailing address.

3. **Name and Business Address of General Partner.** The name and business address of the General Partner of the Partnership is as follows:

LD2000004339
Chico Management LLC
2665 S. Bayshore Drive, Suite 703
Miami, FL 33133

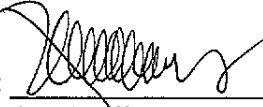
4. **Effective Date.** The Partnership will become effective upon the filing of this Certificate and shall terminate and dissolve no later than February 31, 2049.

5. **Agent for Service of Process.** The Agent for service of process on the Partnership shall be World Corporate Services, Inc., 2665 South Bayshore Drive, Suite 703, Miami, FL 33133.

IN WITNESS WHEREOF, the undersigned has hereunto affixed his signature and seal and swears to the foregoing as of this 12th day of FEBRUARY, 2002, in accordance with Florida Statutes Section 620.108.

GENERAL PARTNER:

CHICO MANAGEMENT LLC,
a Florida limited liability company

By: 

Juan Mejia, Manager

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)ss:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY on this 12 day of February, 2002, before me, Juan Mejia as Manager of Chico Management LLC, executed the foregoing Certificate and Affidavit of Florida Limited Partnership of Chico Limited Partnership.



[Handwritten Signature]

Notary Public, State of Florida at Large

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the appointment as registered agent for service of process within the State of Florida of the limited partnership named Chico Limited Partnership as set forth in the Certificate and Affidavit of Limited Partnership hereinabove set forth and hereby further state that I may be found as registered agent for service of process upon said partnership at the address set forth in Paragraph 5 of this Certificate.

Dated this 12 day of February 2002.

[Handwritten Signature]

Mitchell S. Polansky, Vice President
World Corporate Services, Inc.,
a Florida corporation
Registered Agent

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR CHICO LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the sole General Partner of CHICO LIMITED PARTNERSHIP, a Florida Limited Partnership, certifies:

The total amount of capital contributions to date by the Limited Partners is One Thousand Dollars (\$1,000.00).

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals One Thousand Dollars (\$1,000.00).


Signed this 12 day of February, 2002.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

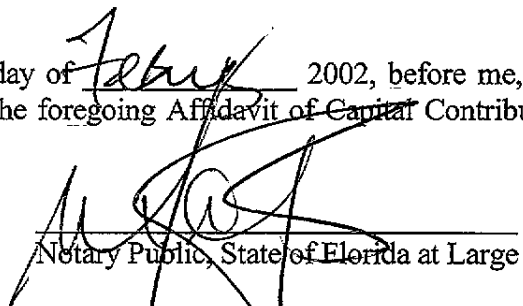
GENERAL PARTNER:

CHICO MANAGEMENT LLC,
a Florida limited liability company

By: 
Juan Mejia, Manager

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY on this 12 day of February, 2002, before me, Juan Mejia as Manager of Chico Management LLC, executed the foregoing Affidavit of Capital Contributions of Chico Limited Partnership.


Notary Public, State of Florida at Large

My Commission Expires:

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