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**MONTELLO & TORRES, P.A.**

777 BRICKELL AVENUE

SUITE 1070

MIAMI, FLORIDA 33131

Telephone: (305) 373-0300

Facsimile: (305) 373-3739

December 2, 2004

**VIA FEDEX**

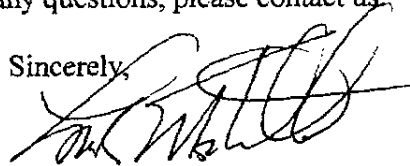
Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Ponce Portfolio Mortgage, Ltd. (the "Partnership")

Ladies and Gentlemen:

Enclosed please find two original sets of the Partnership's Certificate of Limited Partnership along with our check for \$140.00 in payment of the filing fee and the fee for a certified copy of the Partnership's Certificate of Limited Partnership. Please return the filed certificate of limited partnership and the certified copy to us. If you have any questions, please contact us.

Sincerely,



Louis R. Montello

Enclosures

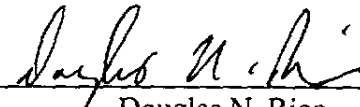
**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
PONCE PORTFOLIO MORTGAGE, LTD.**

**THIS CERTIFICATE OF LIMITED PARTNERSHIP OF PONCE PORTFOLIO MORTGAGE, LTD.** (the "Partnership"), is being executed by the undersigned for the purpose of forming a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986).

1. The name of the limited partnership is Ponce Portfolio Mortgage, Ltd.
2. The address of the registered office of the Partnership is 777 Brickell Avenue, Suite 1070, Miami, Florida 33131. The Partnership's registered agent at that address is Louis R. Montello.
3. The name and business address of the Partnership's general partner is Ponce Portfolio Management, Inc., 4225 Ponce de Leon Boulevard, Coral Gables, Florida 33146-1826.
- PD4-166109 4. The mailing address for the Partnership is 4225 Ponce de Leon Boulevard, Coral Gables, Florida 33146-1826.
5. The latest date upon which the Partnership is to dissolve is December 2, 2024.

**IN WITNESS WHEREOF**, the undersigned sole general partner of the Partnership has caused this Certificate of Limited Partnership to be executed this 3rd day of December, 2004.

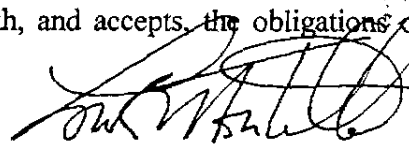
PONCE PORTFOLIO MANAGEMENT, INC.

By:   
Douglas N. Rice,  
President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of Ponce Portfolio Mortgage Ltd., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §620.192.

December 3, 2004

  
Louis R. Montello,  
Registered Agent

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