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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

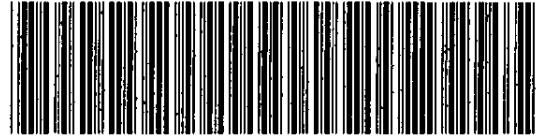
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EXAMINER



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FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
08 JUL - 2 PM 2:01

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Chetumal Holdings, L.P.

(Name of Florida Limited Partnership or Limited Liability Limited Partnership)

The enclosed Certificate of Limited Partnership and fees are submitted for filing.

Please return all correspondence concerning this matter to:

Nicolas Montes, Esq.

(Contact Person)

Marcell Felipe P.A.

(Firm/Company)

1401 Brickell Avenue

(Address)

Miami, FL 33131

(City, State and Zip Code)

For further information concerning this matter, please call:

Nicolas Montes

at (305) 381-8500

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee) \$1,008.75 Filing Fees and Certificate of Status \$1,052.50 Filing Fees and Certified Copy \$1,061.25 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CR2E030 (01/06)

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR
FLORIDA LIMITED PARTNERSHIP
OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. Chetumal Holdings L.P.

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.

2. Candelaria 15 Los Frailes

(Street address of initial designated office)

San Miguel de Allende, Guanajuato Mexico CP 37-790

3. Nicolas Montes

(Name of Registered Agent for Service of Process)

4. 1401 Brickell Avenue Suite 500

(Florida street address for Registered Agent)

Miami, FL 33131

5. *I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



Signature of Registered Agent

6. 9902 Crystal Court BC 2323 Suite 107

(Mailing address of initial designated office)

Laredo, TX 78045-6739

7. If limited partnership elects to be a limited liability limited partnership, check box

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DIVISION OF CORPORATION

8. Name and business address of each general partner:

Name:

Business Address:

Spanish Lake Properties Co.

Candelaria 15 Los Frailes

San Miguel de Allende, Guanajuato

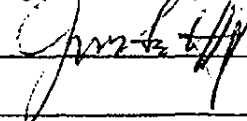
Mexico CP 37-790

9. Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date the document is filed by the Florida Department of State.)

Signed this 25th day of June, 2008.

Signature of each general partner:

 Spanish Lake Properties, Co.

Filing Fees: \$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75