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**THE UNITED STATES
CORPORATION
COMPANY**

ACCOUNT NO. : 072100000032

REFERENCE : 840162 81522A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -2 PM 2:30

ORDER DATE : June 2, 1998

ORDER TIME : 10:37 AM

ORDER NO. : 840162-005

CUSTOMER NO: 81522A

CUSTOMER: Ms. Cristina E. Brochin
MURAI WALD BIONDO & MORENO

900 Ingraham Building
25 Southeast 2nd Avenue
Miami, FL 33131

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-06/02/98--01068--009
*****0.50 *****0.50

DOMESTIC FILING

NAME: CARIBE DEVELOPMENT, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

Name	Availability
Document	Examiner
Updater	Updater
Verifier	Acknowledgement
V. S. Verifier	

1121-894

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98 JUN -2 AM 11:24
DIVISION OF CORPORATION

**CERTIFICATE OF LIMITED PARTNERSHIP
OF CARIBE DEVELOPMENT, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certify as follows:

1. The name of the Partnership is CARIBE DEVELOPMENT, LTD.
2. The purpose of the Partnership is to acquire and develop real property.
3. The principal place of business and mailing address of the Partnership is 14260 S.W. 119 Avenue, Miami, FL 33186.
4. The name and principal place of business of the General Partner is as follows:

General Partner:

Caribe Development Corp.,
A Florida corporation
14260 S.W. 119 Avenue
Miami, Florida 33186

98-43851

5. The Sole General Partner is Caribe Development Corp.
6. The term for which the partnership is to exist is from the date the certificate of limited partnership is issued from the Secretary of State, through December 31, 2018, unless sooner terminated.
7. The amount of capital initially contributed to the Limited Partnership is \$410,024.00 of which \$4,024.00 is contributed by the General Partner and \$406,000.00 is contributed by the Limited Partners.
8. The Limited Partners are not required to contribute any additional capital to the Partnership.
9. The name and address of the Registered Agent for service of process is:

Murai, Wald, Biondo & Moreno, P.A.
25 S.E. 2nd Avenue
Suite 900
Miami, Florida 33131

This Instrument Prepared By:
Cristina Echarte Brochin, Esq.
Murai, Wald, Biondo & Moreno, P.A.
25 Southeast Second Avenue, #900
Miami, Florida 33131
Phone: (305) 358-5900 Fla. Bar #518410

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IN WITNESS WHEREOF, the undersigned, being duly sworn, have certified, sworn to and agreed to the foregoing this 1 day of June, 1998.

CARIBE DEVELOPMENT, LTD.,
a Florida limited partnership

By its general partner:

CARIBE DEVELOPMENT CORP.,
a Florida corporation, its sole
general partner

By: [Signature]
Carlos E. Martinez, President

STATE OF FLORIDA)
COUNTY OF DADE) ss.

The foregoing instrument was acknowledged before me this 1 day of June, 1998 by CARLOS E. MARTINEZ, as President, of CARIBE DEVELOPMENT CORP. on behalf of the corporation. He is personally known to me or has produced [Signature] as identification.

Isabel M Diaz
NOTARY PUBLIC, STATE OF FLORIDA
Print name: ISABEL M DIAZ
Commission No.: CC 547770

My Commission expires:



ISABEL M. DIAZ
COMMISSION # CC 547770
EXPIRES APR 16, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

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CERTIFICATE OF REGISTERED AGENT
OF
CARIBE DEVELOPMENT, LTD.

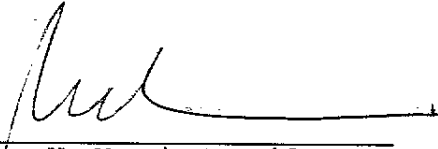
In pursuance of Chapter 620.105, Florida Statutes, the following is submitted, in compliance with said Act:

That CARIBE DEVELOPMENT, LTD., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Certificate of Limited Partnership, at the City of Miami, County of Dade, State of Florida, has named Murai, Wald, Biondo & Moreno, P.A., 25 S.E. 2nd Avenue, Suite 900, Miami, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 1 day of June, 1998.



Rene V. Murai, President

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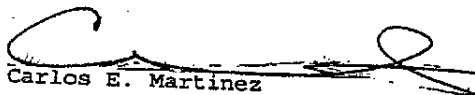
BEFORE the undersigned authority, personally appeared Carlos E. Martinez, who being duly sworn deposes and states as follows:

1. That Carlos E. Martinez is the President of CARIBE DEVELOPMENT CORP., a Florida corporation, the sole general partner in the partnership known as CARIBE DEVELOPMENT, LTD., a Florida limited partnership.

3. That the amount of capital contributions contributed by the general partner is \$4,024.00, which amount is the total amount anticipated to be contributed by the general partner.

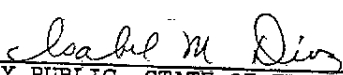
4. That the amount of capital contributions contributed by the limited partners is \$410,024.00, which amount is the total amount anticipated to be contributed by the limited partners.

5. Further Affiant sayeth naught.


Carlos E. Martinez

STATE OF FLORIDA)
COUNTY OF DADE) : ss.

The foregoing instrument was acknowledged before me this 1 day of June, 1998 by CARLOS E. MARTINEZ, who is personally known to me or who has produced X X as identification.


NOTARY PUBLIC, STATE OF FLORIDA
Print name: ISABEL M. DIAZ
Commission No.: CC 547770

My Commission expires:
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ISABEL M. DIAZ
COMMISSION # CC 547770
EXPIRES APR 16, 2000
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ATLANTIC BONDING CO., INC.

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