



**THE UNITED STATES
CORPORATION
COMPANY**

A98000001942

ACCOUNT NO. : 072100000032

REFERENCE : 928821 4321024

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 AUG 14 PM 2:56

ORDER DATE : August 14, 1998

ORDER TIME : 3:49 PM

ORDER NO. : 928821-005

CUSTOMER NO: 4321024

CUSTOMER: Ms. Josefina C. Chaviano
RASCO REININGER & PEREZ
PROFESSIONAL ASSOCIATION
Suite 700
5200 Blue Lagoon Drive
Miami, FL 33126

500002617215--0
-08/17/98--01051--003
***1802.50 ***1802.50

*Check needs to
be \$1,837.50*

500002617215--0
-08/17/98--01051--004
*****35.00 *****35.00

DOMESTIC FILING

NAME: CENTURY/ROYALE GROUP, 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: Jeanine Reynolds

EXAMINER'S INITIALS:

RESUBMIT
Please give original
submission as file date.
DIVISION OF CORPORATIONS
98 AUG 14 PM 11:30
FILED

(Handwritten circle around the word "RESUBMIT")

RECEIVED
98 AUG 14 PM 4:16
DIVISION OF CORPORATIONS

8/14/98

Audit No.:

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
CENTURY/ROYALE GROUP, LTD.**

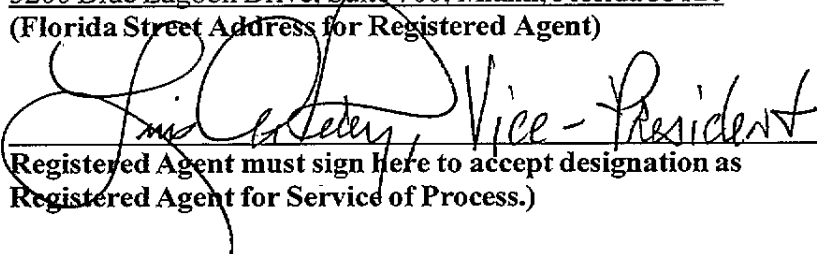
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 14 PM 2:56

CENTURY/ROYALE GROUP, LTD.
(Name of the Limited Partnership)

901 S.W. 69th Avenue, Miami, Florida 33144
(The Business Address of Limited Partnership)

MIAMI CORPORATE SYSTEMS, INC.
(Name of Registered Agent for Service of Process)

5200 Blue Lagoon Drive, Suite 700, Miami, Florida 33126
(Florida Street Address for Registered Agent)


Registered Agent must sign here to accept designation as
Registered Agent for Service of Process.)

901 S.W. 69th Avenue, Miami, Florida 33144
(The Mailing Address of the Limited Partnership)

1. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2036.

Prepared by: Jorge M. Vigil, Esq.
5200 Blue Lagoon Drive, #700
Miami, Florida 33126
(305) 261-0500
Bar No.: 0041394

Audit No.:

Audit No.:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 14 PM 2:56

2. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

CENTURY MANAGEMENT GROUP, INC.,
a Florida corporation

901 S.W. 69th Avenue
Miami, Florida 33144

P97000011266

ROYALE POINTE GROUP, INC.
a Florida corporation

c/o Alberto J. Parlade, Esq.
3850 S.W. 87 Ave., Suite 207
Miami, Florida 33186

P98000046478

Signed this 12 day of AUGUST, 1998.

Signature of general partners:

**CENTURY MANAGEMENT GROUP,
INC.,** a Florida corporation

By: 

SERGIO PINO, President

ROYALE POINTE GROUP, INC.,
a Florida corporation

By: 

FERNANDO SALSAMENDI, JR.,
President

Audit No.:

Audit No.:

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting the general partners of **CENTURY/ROYALE GROUP, LTD.**, a Florida limited partnership, certifies as follows:

The amount of capital contributions to date of the limited partner is \$300,000

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$300,000

This 12 day of August, 1998.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNERS:

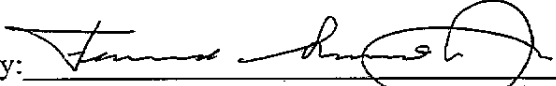
CENTURY MANAGEMENT GROUP, INC., a
Florida corporation

By: _____


SERGIO PINO, PRESIDENT

ROYALE POINTE GROUP, INC.,
a Florida corporation

By: _____


FERNANDO SALSAMENDI, JR., President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 14 PM 2:56

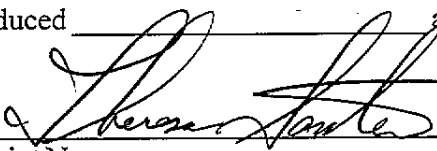
Audit No.:

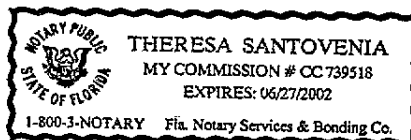
Audit No.:

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 13 day of August, 1998 by SERGIO PINO, the President of **CENTURY MANAGEMENT GROUP, INC.**, who is personally known to me or who has produced _____ as identification.

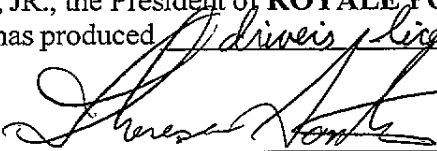

Print Name: _____
Notary Public

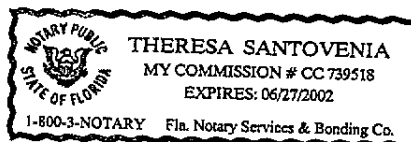


STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 12 day of August, 1998 by FERNANDO SALSAMENDI, JR., the President of **ROYALE POINTE GROUP, INC.**, who is personally known to me or who has produced driver's license as identification.


Print Name: _____
Notary Public



261-99/32128.doc

Audit No.: