

Transaction Aide Inc

18 East Di Lido Drive

Miami Beach, FL 33139

Phone (305) 285-2285 • Toll-free (888) 726-7228 [1-88-transact]

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January 21, 2000

FL Dep't of State/Div of Corps  
PO Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

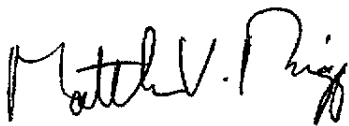
The enclosed documents and filing fees are for the formation of Real Estate and Value Income Investors LP. If you have any question, the contact person is Matthew V. Rigg, at 305-531-5192.

The acknowledgement should be addressed to:

Matthew V. Rigg  
18 East Di Lido Drive  
Miami Beach, FL 33139

Thank you for your assistance.

Sincerely yours,



Matthew V. Rigg

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TALLAHASSEE, FLORIDA

SL

## CERTIFICATE OF LIMITED PARTNERSHIP

1. Real Estate and Value Income Investors, LP  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 7400 SW 50 Terrace • Suite 201  
(Business address of Limited Partnership)
3. Matthew V. Rigg  
(Name of Registered Agent for Service of Process)
4. 18 East Di Lido Drive, Miami Beach, FL 33139  
(Florida street address for Registered Agent)
5. Matthew V. Rigg  
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 18 East Di Lido Drive, Miami Beach, FL 33139  
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2025
8. Name(s) of general partner(s): \_\_\_\_\_ Street address: \_\_\_\_\_  
999-106153  
Real Estate and Value Asset Management Co., 7400 SW 50 Terrace • Suite 201, Miami, FL 33155

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 21st day of January, 2000

Signature of all general partners:

<u>Matthew V. Rigg, PRES OF REAL ESTATE &amp; VALUE ASSET MANAGEMENT CO</u> General Partner	_____
_____	_____
_____	_____

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of \_\_\_\_\_

\_\_\_\_\_ Real Estate and Value Income Investors, LP

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 1,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time  
totals \$ 97,000.00.

Signed this 21st day of January, XX 2000

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the  
contents thereof and that the facts stated herein are true and correct.*

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STATE OF FLORIDA  
TALLAHASSEE

Mitch V. Nigg PRES. REAL ESTATE & VALUE ASSET MANAGEMENT CO.  
General Partner General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner