

# ALAYON & ASSOCIATES, P.A.

ATTORNEYS AND COUNSELORS AT LAW  
A PROFESSIONAL ASSOCIATION

RICHARD ALAN ALAYON (N.Y., FL. FED. & T.C.)  
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SEAN A. MOUGHAN  
ROSIE LOY-PEREZ (FL)

REPLY TO: X

2450 S.W. 137TH AVENUE  
SUITE 226  
MIAMI, FLORIDA 33175  
TEL: (305) 221-2110  
FAX: (305) 221-5321

OF COUNSEL:  
LEONARD LEVI GARDNER (FL & FED)  
MARY E. LEA (FL & FED)

10723 S.W. 104<sup>th</sup> Street  
MIAMI, FLORIDA 33176

A00000000270

February 10, 2000

VIA FEDERAL EXPRESS

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Ms. Gretchen Harvey  
State of Florida, Division of Corporations  
Registration Section  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: *ABC AT CORAL WAY, INC., ABC AT CORAL WAY, LTD.,  
ADRIANBUILDERS.COM, INC., ADRIANBUILDERS.COM, LTD., and ABC  
FINANCIAL MANAGEMENT, INC..*

Dear Gretchen:

Enclosed please find the Certificate of Limited Partnership of ABC AT CORAL WAY, LTD., the Certificate of Limited Partnership of ADRIANBUILDERS.COM, LTD. and the Articles of Incorporation of ABC AT CORAL WAY, INC., the Articles of Incorporation of ADRIANBUILDERS.COM, INC., and the Articles of Incorporation of ABC FINANCIAL MANAGEMENT, INC..

We have also enclosed our client's checks to cover the filing fees for the above-referenced entities.

Please process these documents as soon as possible and send me confirmation that the entities have been filed via fax at (305) 221-5321.

Should you require additional information, please do not hesitate to contact our offices.

Very truly yours,

Ivette Halphen Leon, Esq.

:IHL

Enclosure

A00-270 \$98.00-LP  
\$52.50-CC  
2/11/00

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TALLAHASSEE FLORIDA  
CLERK OF STATE

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ABC AT CORAL WAY, LTD.**

The undersigned, pursuant to the provisions of Section 620.108 of the Florida Statutes,  
hereby certify and swear in this Certificate of Limited Partnership to the following:

1. **NAME.**

The name of the Limited Partnership is:

ABC AT CORAL WAY, LTD.

2. **REGISTERED AGENT.**

The name and address of the Registered Agent for the Limited Partnership is:

A&P Registered Agent, Inc.  
2450 S.W. 137<sup>th</sup> Avenue  
Suite 226  
Miami, Florida 33175

3. **GENERAL PARTNER.**

The name and business address of the general partner is as follows:

ABC at Coral Way, Inc. ✓ 000-15036  
2460 S.W. 137th Avenue, Suite 238  
Miami, Florida 33175

4. **MAILING ADDRESS.**

The mailing address for the Limited Partnership is as follows:

ABC at Coral Way, Ltd.  
c/o A&P Registered Agent, Inc.  
2450 S.W. 137th Avenue, Suite 226  
Miami, Florida 33175

*Document Prepared By:  
Ivette Halphen Leon, Esq.  
Florida Bar No.: 981834  
Alayon & Associates, P.A.  
2450 S.W. 137th Avenue, Suite 226  
Miami, Florida 33175  
(305) 221-2110*

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TALLAHASSEE, FLORIDA

5. **PRINCIPAL BUSINESS ADDRESS.**

The principal business address for the Limited Partnership is as follows:

ABC at Coral Way, Ltd.  
c/o ABC at Coral Way, Inc.  
2460 S.W. 137th Avenue, Suite 238  
Miami, Florida 33175

5. **DISSOLUTION DATE.**

The latest date upon which the Limited Partnership is to dissolve is February 9,  
2050.

IN WITNESS WHEREOF, the General Partner has caused this Certificate of Limited  
Partnership to be executed at Miami, Florida, this 9<sup>th</sup> day of February, 2000.

ABC at Coral Way, Inc.

By: 

Alvaro L. Adrian, President

**ACCEPTANCE**

Pursuant to Section 620.192 of the Florida Statutes, the undersigned accepts appointment  
as registered agent for ABC at Coral Way, Ltd., a Florida limited partnership, and accepts all  
obligations imposed on it as such under Florida law.

Executed this 10<sup>th</sup> day of February, 2000.

By: 

Ivette Halphen Leon, Esq., President  
A&P Registered Agent, Inc.

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TALLAHASSEE, FLORIDA

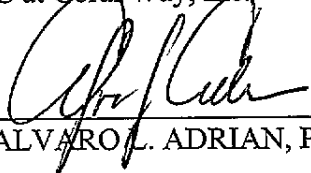
**AFFIDAVIT**

STATE OF FLORIDA                    )  
  )SS:  
COUNTY OF MIAMI-DADE            )

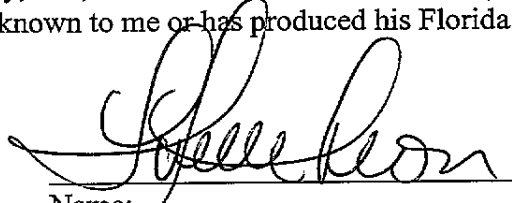
The undersigned General Partner of ABC at Coral Way, Ltd. (the "Limited Partnership"),  
being duly sworn, deposes and says:

The total capital contributions of the limited partners of the Limited Partnership through  
this date is NINE THOUSAND DOLLARS (\$9,000), and the anticipated future capital  
contributions of the limited partners to the Limited Partnership is not yet known or zero dollars  
(\$0).

ABC at Coral Way, Inc.

By:   
ALVARO L. ADRIAN, President

The foregoing instrument was subscribed and sworn to before me by ALVARO L.  
ADRIAN, President of ABC at Coral Way, Inc., on behalf of ABC at Coral Way, Ltd. this 10<sup>th</sup>  
day of February, 2000. He is personally known to me or has produced his Florida Driver's License  
as identification and did take an oath.

  
Name:

Notary Public  
State of Florida at Large

My Commission Expires:



Ivette Halphen Leon  
My Commission CC578258  
Expires Aug. 18, 2000

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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