LAW OFFICES

## BLACK AND BLACK, P.A.

OGRAL GABLES FLORGIA 33134

FLEEP ONE (305) 44 (314 TELEORPIER (305) 44 (6860)

FOUNSEL

FREERY 10, 2000

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314 000003142250-001 \*\*\*1793.75 \*\*\*1793.75

Re: <u>ALRI MANAGEMENT CORP.</u>

Gentlemen:

I am enclosing herewith the following documents necessary to form a Florida limited that the state of the sta

- 1. Certificate of Limited Partnership and Designation of Registered Age
- 2. Affidavit of General Partner
- 3. Check in the amount of \$1,793.75 for filing fee: \$1,750.00, Designation of Registered Agent: \$35.00 and Certificate of Status: \$8.75
- 4. Self-Addressed stamped envelope.

I have also enclosed a duplicate copy of items 1 and 2 to be conformed.

Thank you for your assistance.

Sincerely,

BLACK AND BLACK, P.A

Robert J. Black For the Firm

RJB:kk Enclosures

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# THIS DOCUMENT PREPARED BY:

Robert J. Black, Esquire Black and Black, P.A. 1390 South Dixie Highway Suite 1107 Coral Gables, Florida 33146

#### CERTIFICATE OF LIMITED PARTNERSHP

OF

### ALRI ASSOCIATES, LTD.

The understand, acting as organizer of a Limited Partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act hereby adopts the following certificate for such Limited Partnership:

The name of the Limited Partnership is ALRI ASSOC LTD.

The address of the office of the Partnerstrap (a) which place the records shall be maintained is:

> 8240 S.W. 98th Street Miami, Florida 33156-2556

The name and address of the Partnership's agent for service of process is:

> ALEJANDRO A. PUENTE 8240 S.W. 98th Street Miami, Florida 33156-2556

on-oxidate 3. The name and address of the General Partner is:

ALRI MANAGEMENT CORP. 8240 S.W. 98th Street Miami, Florida 33156

The mailing address for the Limited Partnership is: 4.

> 8240 S.W. 98th Street Miami, Florida 33156-2556

The term of the Partnership shall commence on the date of filing of this Certificate with the Secretary of State of Florida and shall continue until January 1, 2017, unless sooner terminated as provided in the Articles of Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned General Partner has hereto executed this Certificate as of the 7 day of Newmber , 1997.

GENÈRAL PARTNER:

ALRI MANAGEMENT CORP.

RICARDO PUENTE PRESIDENT

OO FEB 21 AM IO: 25
SECRETARY OF STATE
TALLMANASSEE, FLORINGA

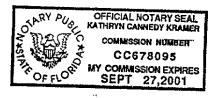
STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, THE UNDERSIGNED AUTHORITY, this day personally appeared RICARDO PUENTE, who produced identification in the form of <u>FC DRIVERS (ICENSE</u> and who acknowledged before me that he executed the above for the purposes therein expressed.

MY COMMISSION EXPIRES:

Notary Public, State of Morida



ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Limited Partnership, at the place designated in this Certificate of Limited Partnership. Thereby act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ALEJANDRO A. PUENTE

#### AFFIDAVIT

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, a Notary Public, personally appeared, RECARDO PUENTE, as President of ALRI MANAGEMENT CORP., a FLOTICA COrporation, general partner of ALRI ASSOCIATES, LTD. (the "Affiant"), who, after first being duly sworn, under oath, deposes and states that:

- 1. Affiant is the duly appointed authorized officer of ALRI MANAGEMENT CORP., a Florida corporation (the "Corporation").
- 2. The Corporation is the General Partner of a Limited Partnership to be formed under the Florida Revised Uniform Limited Partnership Act under the name ALRI ASSOCIATES, LTD.
- 3. The capital contribution and anticipated capital of the initial limited partners is \$ 775,000.00.
- 4. The Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant further certifies that he has read the full facts of this Affidavit and understands its contents.

FURTHER AFFIANT SAYETH NAUGHT

RICARDO PUENTE

STATE C	F_	Florion	
COUNTY	OF	Droe	

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL ROBERT J BLACK NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC579091 MY COMMISSION EXP. SEPT 28,2000 Notary Public, State of Florida