

**ALAYON & ASSOCIATES, P.A.**

ATTORNEYS AND COUNSELORS AT LAW  
A PROFESSIONAL ASSOCIATION

RICHARD ALAN ALAYON (N.Y., FL., FED. & T.C.)  
IVETTE HALPHEN LEON (FL. & FED)  
Rosie Loy-Perez (FL.)

REPLY TO: X

2450 S.W. 137TH AVENUE  
SUITE 226  
MIAMI, FLORIDA 33156  
TEL: (305) 221-2110  
FAX: (305) 221-5321

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

723 S.W. 104<sup>th</sup> Street  
MIAMI, FLORIDA 33176  
TEL. (305) 273-9600  
FAX 262-4504

**A00000000858**  
May 22, 2000

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

**400003267154--3**  
-05/25/00--01082--012  
\*\*\*\*150.50 \*\*\*\*150.50

**Re: ADRIANBUILDERS AT SOUTH DADE, LTD. and ADRIANBUILDERS AT SOUTH DADE, INC.**

Dear Gretchen:

Enclosed please find the Certificate of Limited Partnership of ADRIANBUILDERS AT SOUTH DADE, LTD., and the Articles of Incorporation of ADRIANBUILDERS AT SOUTH DADE, 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.

I have also enclosed the additional checks for \$10.50 each for Adrian Family Partnership, Ltd. and Adrian Industrial Enterprises, Ltd.

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

Very truly yours,

  
Ivette Halphen Leon, Esq.

:IHL

Enclosure

FILED  
00 MAY 25 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A00-858**  
**98.00-LP**  
**52.50-CC**  
**BA 5/25**

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ADRIANBUILDERS AT SOUTH DADE, 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:

ADRIANBUILDERS AT SOUTH DADE, 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:

AdrianBuilders at South Dade, Inc. ✓  
2460 S.W. 137th Avenue, Suite 238  
Miami, Florida 33175

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00 MAY 25 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4. **MAILING ADDRESS.**

The mailing address for the Limited Partnership is as follows:

AdrianBuilders at South Dade, 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*

5. **PRINCIPAL BUSINESS ADDRESS.**

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

AdrianBuilders at South Dade, Ltd.  
c/o AdrianBuilders at South Dade, 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 May 7, 2050.

IN WITNESS WHEREOF, the General Partner has caused this Certificate of Limited Partnership to be executed at Miami, Florida, this 7<sup>th</sup> day of May, 2000.

AdrianBuilders at South Dade, Inc.

By: 

Alvaro L. Adrian, President

**ACCEPTANCE**

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

Executed this 7<sup>th</sup> day of May, 2000.

By: 

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

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00 MAY 25 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT**

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

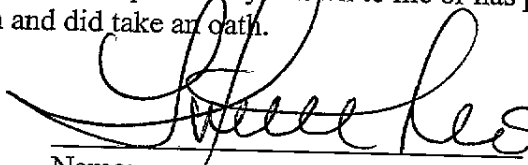
The undersigned General Partner of AdrianBuilders at South Dade, Ltd. (the "Limited Partnership"), being duly sworn, deposes and says:

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).

AdrianBuilders at South Dade, Inc.

By:   
ALVARO L. ADRIAN, President

The foregoing instrument was subscribed and sworn to before me by ALVARO L. ADRIAN, President of AdranBuilders at South Dade, Inc., on behalf of AdrianBuilders at South Dade, Ltd. this 7th day of May, 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:



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

FILED  
00 MAY 25 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA