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ALAYON & ASSOCIATES, P.A.

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A PROFESSIONAL ASSOCIATION

RICHARD ALAN ALAYON (N.Y., FL., FED. & T.C.)  
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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)

10723 S.W. 104<sup>th</sup> Street  
MIAMI, FLORIDA 33176  
TEL. (305) 273-9600  
fax: (305) 273-0339

August 16, 2000

VIA FEDERAL EXPRESS

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

100003361171--S  
-08/17/00--01065--022  
\*\*\*\*\*150.50 \*\*\*\*\*150.50

**Re: REDLAND ESTATE PROPERTIES, INC. AND REDLAND ESTATE PROPERTIES, LTD.**

Dear Gretchen:

Enclosed please find the Certificate of Limited Partnership of REDLAND ESTATE PROPERTIES, LTD., and the Articles of Incorporation of REDLAND ESTATE PROPERTIES, 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

FILED  
AUG 17 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
\$ 98.00-LP  
\$ 52.50-CC  
A05-1287  
GA-8/17

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
REDLAND ESTATE PROPERTIES, 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:

REDLAND ESTATE PROPERTIES, 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:

Redland Estate Properties, Inc. ✓  
2450 S.W. 137th Avenue, Suite 226  
Miami, Florida 33175

4. **MAILING ADDRESS.**

The mailing address for the Limited Partnership is as follows:

Redland Estate Properties, 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*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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5. **PRINCIPAL BUSINESS ADDRESS.**

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

Redland Estate Properties, Ltd.  
c/o Redland Estate Properties, Inc.  
2450 S.W. 137th Avenue, Suite 226  
Miami, Florida 33175

5. **DISSOLUTION DATE.**

The latest date upon which the Limited Partnership is to dissolve is August 16<sup>th</sup>,

2050.

IN WITNESS WHEREOF, the General Partner has caused this Certificate of Limited Partnership to be executed at Miami, Florida, this 16<sup>th</sup> day of August, 2000.


Redland Estate Properties, Inc., a Florida corporation,  
Sole General Partner

By:   
Mario Pino, President

**ACCEPTANCE**

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

Executed this 16<sup>th</sup> day of August, 2000.

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT**

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

The undersigned General Partner of Redland Estate Properties, 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).

Redland Estate Properties, Inc., a Florida  
corporation, Sole General Partner

By:   
MARIO PINO, President

The foregoing instrument was subscribed and sworn to before me by MARIO PINO, President of Redland Estate Properties, Inc., on behalf of Redland Estate Properties, Ltd. this 16<sup>th</sup> day of August, 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 CC579256  
Expires Aug. 18, 2000

FILED  
AUG 17 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA