

LAW OFFICES OF JORGE GAVIRIA, P.A.

9769 S. DIXIE HWY.
SUITE 101
MIAMI, FLORIDA 33156

Phone 305-666-8844
Fax 305-667-7004

Thursday, November 16, 2000

900003473589--5
-11/22/00--01005--002
****245.00 ****245.00

Division of Corporations
409 East Gains st.
Tallahassee, FL 32399

Re: Air Base Landings, Ltd.

A-1791

Enclosed please find check in the amount of \$245.00 payable to the secretary of state for the enclosed, together with copies.

I have also enclosed a check in the amount of \$500.00 to replenish my sun biz account.

Thank you for your prompt attention

Sincerely yours,

Jorge Gaviria

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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11/28

4/p

CERTIFICATE OF LIMITED PARTNERSHIP
AIR BASE LANDINGS, LTD.

In accordance with the provisions of Fla. Stat. §620.108, this Certificate of Limited Partnership is executed and filed by the undersigned for the purpose of forming **AIR BASE LANDINGS, LTD.** as a Florida limited partnership.

1. The name of the Limited Partnership is **AIR BASE LANDINGS, LTD.**
2. Its record keeping office, as required under Fla. Stat. §620.105, and at which will be maintained the records required to be maintained under Fla. Stat. §620.106, will be 6080 sw 40 ST., Miami, Florida 33155.

The mailing address will be the same as the record keeping office address.

3.. Its agent for service of process, as required to be ^{§75900} maintained under Fla. Stat. §620.105, will be Ana L. Sigler, P.A., 9769 S. Dixie Hwy., Suite 101, Miami, Florida 33156. ^{P-107514}

4. Its sole general partner is HOMESTEAD COMMERCIAL DEVELOPMENT, INC., with an address of 9769 S. Dixie Hwy., Suite 101, Miami, Florida 33156.

5. The latest date upon which the limited partnership is to dissolve is December 31, 2028.

This Certificate is executed pursuant to Fla. Stat. §620.114 by HOMESTEAD COMMERCIAL DEVELOPMENT, INC., a Florida corporation, as the sole general partner of Cutler Landing Limited and its execution constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

HOMESTEAD COMMERCIAL DEVELOPMENT, INC.

By:


Abisael Perez, President

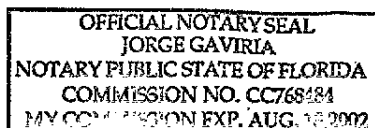
STATE OF FLORIDA

SS

COUNTY OF DADE

The foregoing instrument was acknowledged before me this October 19, 2000, by Abisael Perez, as President of HOMESTEAD COMMERCIAL DEVELOPMENT, INC., a Florida corporation, on behalf of the corporation. He is personally known and took an oath.

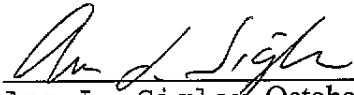

Notary



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for AIR BASE LANDINGS, LTD., a Florida Limited Partnership, "Partnership" as designated in the Certificate of Limited Partnership, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 620.192.



Ana L. Sigler October 18, 2000

9769 S. Dixie Hwy. #101

Miami Ft. 33156

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF DADE

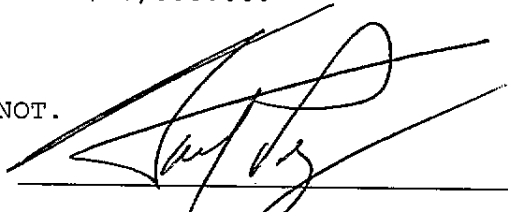
SS.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

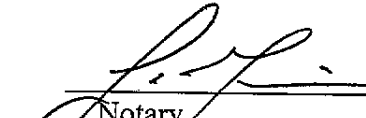
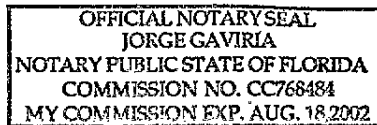
THIS DAY before me, the undersigned officer, personally appeared Abisael Perez, as President of **HOMESTEAD COMMERCIAL DEVELOPMENT, INC.**, the sole general partner of **AIR BASE LANDINGS, LTD.**, a Florida limited partnership ("Partnership"), and who after being duly sworn, deposes and says:

1. The amount of capital contributions made to the Partnership by the limited partners is \$30,000.00.
2. The total amount anticipated to be contributed by the limited partners is \$30,000.00.

FURTHER AFFIANT SAYETH NOT.


Abisael Perez

SWORN TO AND SUBSCRIBED before me on this 4th day of October, 2000 by Abisael Perez, as President of **HOMESTEAD COMMERCIAL DEVELOPMENT, INC.**, a Florida corporation, on behalf of the corporation. He is personally known to me and took an oath.


Notary

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00 NOV 17 AM 11:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA