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MIAMI, FLORIDA 33134 (305)444-4994

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 26 AM 11:38

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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(Corporation Name) _____ (Document #)
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Certificate of Status

A00-2010
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

600003512546--1
-12/26/00--01035--008
***1785.00 ***1785.00

Examiner's Initials _____

CERTIFICATE OF LIMITED PARTNERSHIP

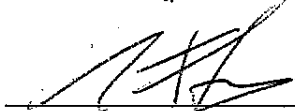
1. **Name of Limited Partnership:**
CINDERELLA HOLDINGS, LTD

2. **Business Address of Limited Partnership:**
5730 West 12th Lane,
Hialeah, Florida 33012

3. **Name & Address of Registered Agent for Service of Process:**
ARAZOZA & FERNANDEZ FRAGA P.A.

4. **Florida Street Address for Registered Agent:**
2100 Salzedo Street, Suite 300
Coral Gables, Florida 33134
Attn. Carlos F. Arazoza

5. **Registered Agent signature accepting designation as Agent for Service of Process:**



Carlos F. Arazoza, Managing Partner
Arazoza & Fernandez-Fraga P.A.

6. **Mailing Address of Limited Partnership:**
5730 West 12th Lane,
Hialeah, Florida 33012

7. **Latest date upon which Limited Partnership is to be dissolved is:**
December 31, 2029

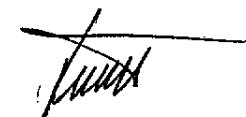
8. Name of General Partner	Street Address of General Partner
JOSE M. VILA	5730 West 12 th Lane, Hialeah, Florida 33012

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 5th day of December, 2000

Signature of the following partner:
Typed name of signing partners above:



JOSE M. VILA, as Trustee of the
Jose M. Vila Revocable Trust
General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting the sole general Partner of CINDERELLA HOLDINGS, LTD., a Florida Limited Partnership, certify:

The amount of capital contributions to date of the Limited Partners is
\$ 990,000

The total amount contributed and anticipated to be contributed by the
Limited Partners at this time totals \$ 990,000

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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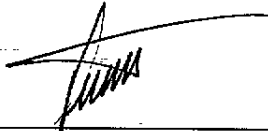
Signed this 5TH day of December, 2000

FURTHER AFFIANT SAYETH NOT

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 5TH day of December, 2000

Signature of the following partner:
Typed name of signing partners above:



JOSE M. VILA, as Trustee of the
Jose M. Vila Revocable Trust
General Partner


STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that before me personally appeared JOSE M. VILA to me known to be the person described in the foregoing Affidavit and he acknowledged before me that he executed the same, and being sworn to before me, acknowledged that he executed the same, this 5TH day of December, 2000.



NOTARY PUBLIC

MY COMMISSION EXPIRES:


Carlos F. Arazoza
Commission # CC 955207
Expires July 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.