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UCC FILING & SEARCH SERVICES, INC.
 501 East Palm Avenue
 Tallahassee, Florida 32301
 (850) 941-0928

OFFICE USE ONLY

846434/183750C

May 9, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

RRM Properties Ltd.

RECEIVED
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA
 MAY 9 AM 11:24

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to include Articles & Amendments
- Fictitious Name Certificate
- Other

Retrieval Request

- Photocopy
- Certified Copy

(Handwritten mark)

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 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA
 MAY 9 AM 10:40

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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

3/25/9

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

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

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RRM PROPERTIES, LTD.
CERTIFICATE OF LIMITED PARTNERSHIP

Pursuant to § 620.108 of the Florida Statutes, the undersigned person, desiring to form a Florida Limited Partnership, hereby swears to and affirms as follows:

01 MAY - 9 AM 19 2000
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Limited Partnership shall be RRM Properties, Ltd.
2. The character of the business is the acquisition, development, ownership, renting, operation, and/or disposition by sale or exchange of real and/or personal property and/or any other lawful enterprise.
3. The location of the principal place of business is 1300 Brickell Bay Drive, Miami, FL 33131. The name and address of the agent for service of process is ATRIUM REGISTERED AGENTS, INC., 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

4. The name and business address of the General Partner shall be as follows:

YMM, L.L.C.
1300 Brickell Bay Drive
Miami, FL 33131

LO1006007019

5. The mailing address for the Limited Partnership shall be as follows:

RRM Properties, Ltd.
1300 Brickell Bay Drive
Miami, FL 33131

6. The term of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Secretary of State of the State of Florida, and it shall continue for fifty (50) years from such filing, unless otherwise terminated or extended in accordance with the provisions of the Partnership Agreement.

IN WITNESS WHEREOF, the party hereto have executed this Certificate of Limited Partnership on the 8 day of May, 2000, effective upon filing same with the Florida Department of State.

YMM, L.L.C.,

General Partner

BY:



YAMILE MONTERO, Member

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

01 MAY - 9 AM 11:27
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 9th day of May, 2001, by YAMILE MONTERO, Member of YMM, L.L.C., who did execute the foregoing Certificate of Limited Partnership as Member of the General Partner, who is personally known to me, or who has produced FIA. OPEVER L.L.C. as identification, and being first duly sworn, acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

Alina Artamendi
Signature - NOTARY PUBLIC

 Alina Artamendi
Commission # CC 731040
Expires April 6, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

Printed Name of NOTARY PUBLIC

Commission Number

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for RRM Properties, Ltd., a Florida limited partnership in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT
ATRIUM REGISTERED AGENTS, INC.,

BY: *Robert A. Stamen*
ROBERT A. STAMEN, Vice President

