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846434/183750C

May 9, 2001

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

RRM Properties Ltd.

Filing Evidence

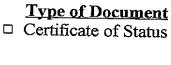
- □ Plain/Confirmation Copy
- □ Certified Copy

Retrieval Request

- □ Photocopy
- □ Certified Copy

| NEW FILINGS |
|-------------------|
| Profit |
| Non Profit |
| Limited Liability |
| Domestication |
| Other |

| OTHER FILINGS |
|---------------------|
| Annual Reports |
| Fictitious Name |
| Name Reservation |
| Reinstatement |



- □ Certificate of Good Standing
- ☐ Articles Only
- All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- □ Other

| AMENDMENTS |
|--|
| Amendment |
| Resignation of RA Officer/Director |
| Change of Registered Agent |
| Dissolution/Withdrawal |
| Merger |

M5/9

| _ | 700004190707 |
|---|--|
| | 70004190707! REGISTRATION/QUALIFICATION ****1837.50 ***1837.50 |
| | Foreign |
| | Limited Liability |
| | Reinstatement |
| | Trademark |

RRM PROPERTIES,LTD. <u>CERTIFICATE OF LIMITED PARTNERSHIP</u>

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

- 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
- 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

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 _____ day of May, 2000, effective upon filing same with the Florida Department of State.

General Partner

BY:

YAMILE MONTERO, Member

STATE OF FLORIDA)

SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 2h day of May 2001, by YAMILE MONTERO, Member of YMM, L.L.C., who did execute the foregoing Certificate Limited Partnership as Member of the General Partner, who is personally known to me, or who has produced Fig. Dever Lic. 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 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 AGENTS, INC.,

BY:

ROBERT A. STAMEN, Vice President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Yamile Montero, as Member of the General Partner of RRM PROPERTIES, LTD., a Florida limited partnership (hereinafter referred to as the "Partnership"), who upon being sworn, certified as follows:

The amount of initial capital contributions of the limited partners is \$100. The total amount contributed and anticipated to be contributed by the limited partners at this time totals Five Million Dollars (\$5,000,000).

This _ \(\) day of May, 2001.

FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.

YMM, L.L.C., General Partner

BY:

YAMILE MONTERO, Member

STATE OF FLORIDA

SS:

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this gle day of May, 2001, by YAMILE MONTERO, as Member of YMM, L.L.C., the General Partner, who did execute the foregoing Affidavit of Capital Contributions as Member of the General Partner, who is personally known to me, or who has produced Fla. Recedic as identification, and being first duly sworn, acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.



Signature - NOTARY PUBLIC