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Manuel M. Arvesu Requestor's Narma Alnambora Civale # 502 Coval bables, Fl 33134 City State ZIP Phone

LP-35.00
CORPORATION(S) NAME

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-01/04/02--01018--008 \*\*\*\*\*35.00 \*\*\*\*\*35.00

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-12/19/01--01020--012 \*\*\*1750.00 \*\*\*1750.00

BK ( ) Profit ) NonProfit ( ) Amendment ( ) Merger ( ) Foreign ( ) Dissolution ( ) Mark ) Limited Partnership ) Annual Report ( ) Other ) Reinstatement ) Reservation ) Change of Registered Agent ( ) Certified Copy ( ) Photo Copies ( ) Certificate Under Seal ) Call When Ready ) Call If Problem ) After 4:30 Walk In ( ) Will Wait Pick Up ( ) Mail Out⊊ Availability SECRETARY OF STATE AUROLA SEE, FLORIDA Document

CR2E031 (R8~85)

Updater

Verifier

Acknowledoment

W.P. Varifier

Empire Toll Free: 1-800-432-3028



#### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 19, 2001

**EMPIRE** 

TALLAHASSEE, FL

SUBJECT: PUERTO RICO HOLDINGS, LTD.

Ref. Number: W01000028981

We have received your document for PUERTO RICO HOLDINGS, LTD. and your check(s) totaling \$1750.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$1,750.00 payment.

In addition to the \$1,750.00 filing fee, the limited partnership must pay a \$35.00 Registered Agent Designation fee.

So when you return your filing, please include an ADDITIONAL \$35.00.

ALSO, please note that Florida limited partnerships are not required to file their AGREEMENT documents. So unless there is some special reason for this limited partnership to make its AGREEMENT a matter of public record, please return ONLY the CERTIFICATE OF LIMITED PARTNERSHIP and the AFFIDAVIT OF CAPITAL CONTRIBUTION documents.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call Letter Number: 301A000664050F CURPORATION (850) 245-6914.

Buck Kohr Corporate Specialist

## CERTIFICATE OF FORMATION OF LIMITED PARTNERSHIP

**OF** 

# PUERTO RICO HOLDINGS, LTD. a Florida Limited Partnership

**THE UNDERSIGNED**, being desirous of forming a Limited Partnership pursuant to the Florida Uniform Limited Partnership Act hereby make and sign the following certificate for that purpose:

#### ARTICLE 1.

The name under which the Limited Partnership is to be conducted is **PUERTO RICO HOLDINGS, LTD.** 

#### ARTICLE 2.

The purpose of the Limited Partnership shall be to engage in any or all lawful act, business or activity for which the partnership may exist under the provisions of the Florida Uniform Limited Partnership Act.

#### ARTICLE 3.

The address of the office and the mailing address of the Limited Partnership shall be:

c/o Manuel M. Arvesu, P.A. 201 Alhambra Circle, Suite 502 Coral Gables, Florida 33134

#### ARTICLE 4.

The name and address of the registered agent for service of process for the Limited Partnership shall be:

Manuel M. Arvesu, Esq. 201 Alhambra Circle, Suite 502 Coral Gables, Florida 33134

ARTICLE 5.

The partnership shall commence on the date this Certificate is filed with the office of the Secretary of State, State of Florida and shall terminate on June 15, 2040 or upon such time as the Limited Partnership dissolves and winds up its affairs pursuant to the Florida Uniform Limited Partnership Act or the terms of the Agreement of Elimited Partnership, whichever is earlier.

#### ARTICLE 6.

The name and business address of the general partner of the Limited Partnership is:

PUERTO RICO HOLDINGS, INC. c/o Manuel M. Arvesu, P.A. 201 Alhambra Circle, Suite 502 Coral Gables, Florida 33134

POULUUGA 6761

IN WITNESS WHEREOF the undersigned have hereunto set their hands and seals this <u>F</u> day of <u>Name</u>, 2001.

### **GENERAL PARTNER:**

PUERTO RICO HOLDINGS, INC.

A Florida corporation

As President

(Seal)

REGISTERED AGENT:

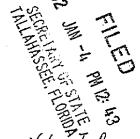
Manuel M. Arvesu, Esq.

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STATE OF FLORIDA	) ) SS	:
COUNTY OF DADE	)	
general partner and the re	egistered agent nam	law, we depose and certify that we are the ned in the foregoing Certificate of Formation forth therein are true and correct.
		GENERAL PARTNER:
		PUERTO RICO HOLDINGS, INC. TO a Florida corporation
		BY: President  REGISTERED AGENT:
		REGISTERED AGENT.
		Manuel M. Arvesu, Esq.
Affidavit No. 1746		
Will Thomas Walnus	and according and	pre me on this 27 day of Murch 2001, be resident Ut Mayusung, herte Rico. In Sun Tuan,
Identification produced:	CIA LOADE	Notary Public
Personally Known hyghe.		My commission expires:

#### AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA ) SS COUNTY OF DADE )



as President of **PUERTO RICO HOLDINGS**, **LTD.**, a Florida Limited Partnership (hereinafter referred to as the "General Partner") (hereinafter the General Partner and the limited partners shall be collectively referred to as the "Partners"), who after being duly sworn according to law, deposes and states as follows:

- 1. The Partners have formed a Limited Partnership known as PUERTO RICO HOLDINGS, LTD.
- 2. The aggregate amount of the capital contribution of the Limited Partners to the Limited Partnership is Five Hundred and Thirty Thousand (\$530,000.00) Dollars (the "Capital Contribution"). The Limited Partners do not anticipate any additional amount to be contributed by them.
- 3. Each Limited Partner has contributed to the Limited Partnership in cash its Capital Contribution according to the percentage ownership interest of each Limited Partner as delineated in the Agreement of Limited Partnership.

# PUERTO RICO HOLDINGS, LTD.

a Florida Limited Partnership

	BY:	/Wa 1. F	
		,	President
Affidavit No. 1745			(Seal)

LUEDERY CEDTIES that on this day before me, an officer duly suite wined to
I HEREBY CERTIFY that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Nelson J. Peres
as President of Puerto Rico Holdings, Ltd., a Florida Limited
partnership to me personally known to be the person described in or who produced
as identification and who executed the foregoing instrument and he
acknowledged before me that he executed the same for the purposes therein expressed.  Sworn and snips critical before me by Nelson T. Perea, of legal age, Single, executive and resident of Mayaguz, P.R., Personal Known by Me.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal
at said County and State, this zer day of March 2001. In Sun Juan, Nevh Rico, by Nicson I Pera A Legisla State, Jean for and residue of Maryan of Pera for her Rico.
My commission expires  PUERTO RICO  PUERTO R