January 31, 2002

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

	and the second s	GREC Co	onversions III, Ltd.			
						17. SE
	Filing Evidence □ Plain/Confirmation	і Сору			Type of Do	<u> </u>
	□ Certified Copy				Certificate o	f Good Spinding
					Articles Onl	у
	Retrieval Reques Photocopy Certified Copy	<u>t</u>			Articles & A	Documents to Include Amendments ame Certificate
	NEW FILINGS		AMENDMENTS		n	RECEIVED 02 JAN 31 PM 12:1
	Profit		Amendment			3 3
	Non Profit		Resignation of RA	. O:	fficer/Director	2 4
	Limited Liability		Change of Registe	rec	l Agent	
	Domestication		Dissolution/Withd	rav	val	
	Other		Merger			
					400	00048508648
	OTHER FILINGS		REGISTRATION	/Q1	UALIFICATIO	-UI/31/U2U1UU9U3U N ***1837.50 ***1837.50
	Annual Reports		Foreign			
	Fictitious Name		Limited Liability			
	Name Reservation		Reinstatement			
	Reinstatement		Trademark			
X	LP		Other			

CERTIFICATE OF LIMITED PARTNERSHIP

N.						
GREC Conversions III, Ltd.						
(Name of Limited Partnership; must contain a suffix as "Limited", "Ltd." or "Limited Partnership")						
2. 8500 S.W. 8 th Street, Suite #228, Miami, Florida 33144						
(Business address of Limited Partnership)						
3. Jose Luis Machado						
(Name of Registered Agent for Service of Process)						
4. 8500 S.W. 8 th Street, Suite #238, Miami, Florida 33144						
(Florida Street Address for Registered Agent)						
5.						
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)						
6. 8500 S.W. 8 th Street, Suite #228, Miami, Florida 33144						
(Mailing Address of the Limited Partnership)						
The latest date upon which the Limited Partnership is to be dissolved is 12/31/2032						
8. Name of General Partner(s): Street Address:						
-Victoria Real Estate Management, Inc. 8500 S.W. 8th Street, Suite #228						
800000163268 Miami, Florida 33144						
Under penalties of perjury we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.						
and the fact that the facts batter herein the fractalid collect.						
Signed this <u>30</u> day of January, 2002.						
Signature of General Partners:						
Victoria Real Estate Management, Inc.						
A Florida Corporation and						
General Partner						
By:						
Agustin Herran, President						

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of GREC CONVERS LTD., a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$2,797,220.25.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$2,797,220.25.

Signed this <u>30</u> day of January, 2002.

FURTHER AFFIANT SAYETH NOT.

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

Signature of General Partner:

Victoria Real Estate Management, Inc.

A Florida Corporation and

General Partner

Agustin Herran, President