

A030000000804

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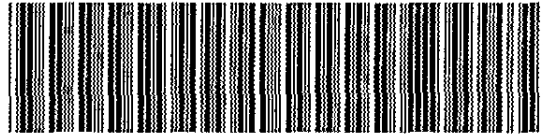
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 107532 11758A

AUTHORIZATION :

Patricia Pajot

COST LIMIT : \$ ~~105.00~~

140.00

ORDER DATE : May 27, 2003

ORDER TIME : 1:52 PM

ORDER NO. : 107532-010

CUSTOMER NO: 11758A

CUSTOMER: Jeffrey S. Wachs, Esq
Doumar Allsworth Cross
Laystrom Perloff Voigt Wachs M
1177 Southeast Third Avenue

Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: THE MARTINEZ-MAZZA INVESTMENTS
OF SOUTH FLORIDA LIMITED
PARTNERSHIP

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 1155

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

THE MARTINEZ-MAZZA INVESTMENTS OF SOUTH FLORIDA

LIMITED PARTNERSHIP

THE UNDERSIGNED, constituting the General Partner of THE MARTINEZ-MAZZA INVESTMENTS OF SOUTH FLORIDA LIMITED PARTNERSHIP, a Florida Limited partnership, hereby files its Certificate of Limited Partnership in accordance with Chapter 620, Florida Statutes, as follows:

1. Name of the Partnership: THE MARTINEZ-MAZZA
INVESTMENTS
OF SOUTH FLORIDA
LIMITED PARTNERSHIP
2. The address of the office of the Partnership is.

8835 S.W. 111th Terrace
Miami, FL 33176
3. Name and addresses of the agent for the service
of process on the Partnership is.

JEFFREY S. WACHS, ESQ.
1177 S.E. 3rd Avenue
Fort Lauderdale, FL 33316
4. Name and business address of the General Partner is.

Armando M. Martinez and
Tania A. Mazza-Martinez
8835 S.W. 111th Terrace
Miami, FL 33176
5. Mailing address of the Partnership is.

THE MARTINEZ-MAZZA
INVESTMENTS
OF SOUTH FLORIDA
LIMITED PARTNERSHIP
c/o Armando M. Martinez and
Tania A. Mazza-Martinez
General Partners
8835 S.W. 111th Terrace
Miami, FL 33176

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STATE
OF FLORIDA

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6. Latest date upon which the Partnership will dissolve.

Will be in accordance with Section 620.157
of the Florida Statute, however, no later than
December 31, 2053.

The execution of this Certificate by the undersigned General
Partners constitute an affirmation under penalties of perjury that
the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned have duly executed this
Certificate of Limited Partnership of THE MARTINEZ-MAZZA
INVESTMENTS OF SOUTH FLORIDA LIMITED PARTNERSHIP, this 16 day
May, 2003.

GENERAL PARTNER(S):


By: ARMANDO M. MARTINEZ


By: TANIA A. MAZZA-MARTINEZ

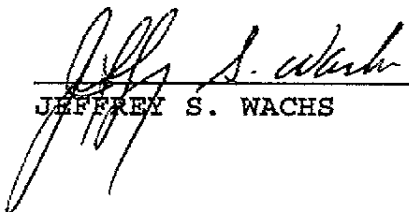
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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for THE MARTINEZ-MAZZA INVESTMENTS OF SOUTH FLORIDA LIMITED PARTNERSHIP, a Florida limited partnership ("Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership agree to comply with any and all statutes relative to the complete and proper performance of the duties of a registered agent.

REGISTERED AGENT:



JEFFREY S. WACHS

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared ARMANDO M. MARTINEZ and TANIA A. MAZZA-MARTINEZ, the General Partners of THE MARTINEZ-MAZZA INVESTMENTS OF SOUTH FLORIDA LIMITED PARTNERSHIP, a Florida limited partnership, herein referred to as the "Partnership", who, upon being duly sworn, certified as follows:

1. As of the date hereof, the amount of capital contributions to the Partnership made by the Limited Partners is as follows:

\$5,000.00

2. The amount of capital contributions anticipated to be contributed by additional Limited Partners is as follows:

NONE

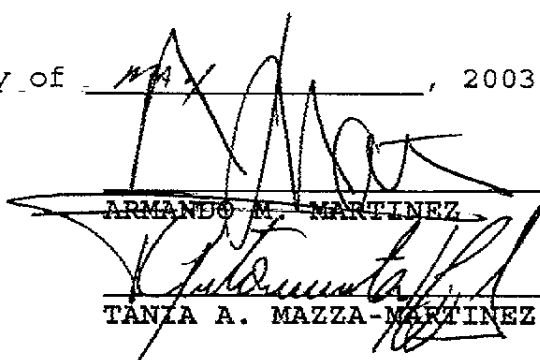
3. Affiant has executed this Affidavit of Capital Contributions as the duly authorized representative of the General Partner of said Partnership.

FURTHER AFFIANT SAYETH NOT.

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

DATED this 16th day of MAY, 2003.


ARMANDO M. MARTINEZ


TANIA A. MAZZA-MARTINEZ

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
COUNTY OF BROWARD)

SS:

SWORN TO AND SUBSCRIBED before me, the undersigned authority,
by ARMANDO M. MARTINEZ, who appeared personally before me and took
an oath, who is personally known to me or who produced _____
as identification, on this
16th day of May, 2003.



Lisa D. Belenson
Commission # DD133915
Expires Aug. 10, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

Lisa D. Belenson
Notary Public, State of Florida
Print Name: Lisa D. Belenson
Commission Number: DD133915
My Commission expires: 8/10/06

STATE OF FLORIDA)
COUNTY OF BROWARD)

SS:

SWORN TO AND SUBSCRIBED before me, the undersigned authority,
by TANIA A. MAZZA-MARTINEZ, who appeared personally before me and
took an oath, who is personally known to me or who produced _____
as identification,
on this 16th day of May, 2003.



Lisa D. Belenson
Commission # DD133915
Expires Aug. 10, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

Lisa D. Belenson
Notary Public, State of Florida
Print Name: Lisa D. Belenson
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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