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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 450707 11758A

AUTHORIZATION :

COST LIMIT : \$ 140.00

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ORDER DATE : February 19, 2004

ORDER TIME : 4:27 PM

ORDER NO. : 450707-005

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 CHEN REAL ESTATE 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: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

CERTIFICATE OF LIMITED PARTNERSHIP

OF

THE CHEN REAL ESTATE LIMITED PARTNERSHIP

THE UNDERSIGNED, constituting the General Partner of THE CHEN REAL ESTATE 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 CHEN REAL ESTATE LIMITED PARTNERSHIP
2. The address of the office of the Partnership is
5219 N.W. 79th Way
Parkland, FL 33067
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.
Yih Min Chen and
Ying Ying Chen
5219 N.W. 79th Way
Parkland, FL 33067
5. Mailing address of the Partnership is.
THE CHEN REAL ESTATE
LIMITED PARTNERSHIP
c/o Yih Min Chen and
Ying Ying Chen
General Partners
5219 N.W. 79th Way
Parkland, FL 33067

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, 2054.

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 CHEN REAL ESTATE LIMITED**
PARTNERSHIP, this 7th day February, 2004.

GENERAL PARTNER(S):

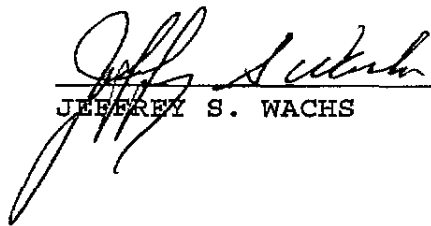

BY: YIH MIN CHEN


BY: YING YING CHEN

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for THE CHEN REAL ESTATE 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

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared YIH MIN CHEN and YING YING CHEN, the General Partners of THE CHEN REAL ESTATE 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:

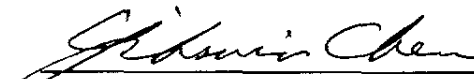
NONE

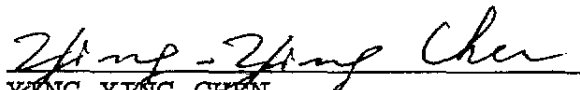
3. Affiant has executed this Affidavit of Capital Contributions as the duly authorized representative of the General Partner of said Partnership.

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 7th day of February, 2004.


YIH MIN CHEN


YING YING CHEN

STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

SWORN TO AND SUBSCRIBED before me, the undersigned authority,
by YIH MIN CHEN, who appeared personally before me and took an
oath, who is personally known to me or who produced _____
_____ as identification, on this
7th day of February, 2004.



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
My Commission Number: DD133915
My Commission Expires: 8/10/06

STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

SWORN TO AND SUBSCRIBED before me, the undersigned authority,
by YING YING CHEN, who appeared personally before me and took an
oath, who is personally known to me or who produced _____
_____ as identification, on this
7th day of February, 2004.



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

Lisa D. Belenson

Notary Public, State of Florida
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