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(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

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# ALAYON & ASSOCIATES, P.A.

ATTORNEYS AND COUNSELORS AT LAW  
A PROFESSIONAL ASSOCIATION

RICHARD ALAN ALAYON (N.Y., FL., FED. SO. DIST. 11<sup>TH</sup> CIR & T.C.)  
GEOFFREY D. HITTLEMAN (FL. & FED.)  
EDUARDO SOTO (FL.)

GARY S. BROOKS (FL. & FED.)\*  
GLENN J. HOLZBERG (FL., FED., SO. DIST. & 11<sup>TH</sup> CIR)\*

\*OF COUNSEL

REPLY TO: X

2450 S.W. 137TH AVENUE  
SUITE 221  
MIAMI, FLORIDA 33175  
TEL: (305) 221-2110  
FAX: (305) 221-5321

INGRAHAM BLDG., STE. 1135  
25 SOUTHEAST 2<sup>ND</sup> AVENUE  
MIAMI, FLORIDA 33131-1506  
TEL. (305) 373-5444

4551 PONCE DE LEON BLVD.  
CORAL GABLES, FLORIDA 33146

April 8, 2004

## FEDERAL EXPRESS

Ms. Gretchen Harvey  
State of Florida, Division of Corporations  
Registration Section  
409 East Gaines Street  
Tallahassee, Florida 32399

**Re: Palenzuela Properties at Timbercreek I, LTD.  
Palenzuela Properties at Timbercreek II, LTD  
Palenzuela Properties at Timbercreek I, INC.  
Palenzuela Properties at Timbercreek II, INC.  
R&S Palenzuela Family, LLC  
L&E Palenzuela Family, LLC**

Dear Gretchen:

Enclosed please find the following documents regarding the above-referenced entities:

- Certificate of Limited Partnership of Palenzuela Properties at Timbercreek I, LTD.; Certificate of Limited Partnership of Palenzuela Properties at Timbercreek II, LTD.;
- Articles of Incorporation of Palenzuela Properties at Timbercreek I, INC.; Articles of Incorporation of Palenzuela Properties at Timbercreek II, INC.;
- Articles of Organization for R&S Palenzuela Family, LLC; Articles of Organization for L&E Palenzuela Family, LLC.


Please provide us with a certificate of Good Standing for the entities and send me the originals via Federal Express for next day morning delivery.

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TALLAHASSEE, FLORIDA

We have enclosed a check in the amount of \$722.50 for the filing fees and a self-addressed Fed Ex envelope. Should you require any further information, please do not hesitate to contact our offices.

As always, thank you for your help.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'Ed Soto', written over the printed name.

Ed Soto

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
PALENZUELA PROPERTIES AT TIMBERCREEK II, LTD.**

The undersigned, pursuant to the provisions of Section 620.108 of the Florida Statutes,  
hereby certify and swear in this Certificate of Limited Partnership to the following:

1. **NAME.**

The name of the Limited Partnership is:

PALENZUELA PROPERTIES AT TIMBERCREEK II, LTD.

2. **REGISTERED AGENT.**

The name and address of the Registered Agent for the Limited Partnership is:

A& A Registered Agent, Inc.  
2450 S.W. 137<sup>th</sup> Avenue, Suite 221  
Miami, Florida 33175

3. **GENERAL PARTNER.**

The name and business address of the general partner is as follows:

PALENZUELA PROPERTIES AT TIMBERCREEK II, INC. ✓  
4733 East 11<sup>th</sup> Avenue  
Hialeah, FL 33013

4. **MAILING ADDRESS.**

The mailing address for the Limited Partnership is as follows:

PALENZUELA PROPERTIES AT TIMBERCREEK II, LTD.  
4733 East 11<sup>th</sup> Avenue  
Hialeah, FL 33013

*Document Prepared By:  
Eduardo Soto, Esq.  
Florida Bar No.: 0584061  
Alayon & Associates, P.A.  
2450 S.W. 137th Avenue, Suite 221  
Miami, Florida 33175  
(305) 221-2110*

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DIVISION OF CORPORATIONS

With a copy to:

A & A Registered Agent, Inc.  
2450 S.W. 137th Avenue, Suite 221  
Miami, Florida 33175

5. **PRINCIPAL BUSINESS ADDRESS.**

The principal business address for the Limited Partnership is as follows:

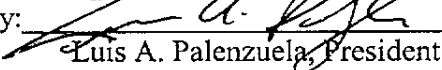
PALENZUELA PROPERTIES AT TIMBERCREEK II, LTD.  
4733 East 11<sup>th</sup> Avenue  
Hialeah, FL 33013

6. **DISSOLUTION DATE.**

The latest date upon which the Limited Partnership is to dissolve is December 15,  
2054.

IN WITNESS WHEREOF, the General Partner has caused this Certificate of Limited  
Partnership to be executed at Miami, Florida, this 8 day of April, 2004.

PALENZUELA PROPERTIES AT TIMBERCREEK II, INC.

By:   
Luis A. Palenzuela, President & Director

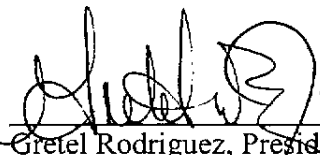
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**ACCEPTANCE**

Pursuant to Section 620.192 of the Florida Statutes, the undersigned accepts appointment as registered agent for, PALENZUELA PROPERTIES AT TIMBERCREEK II, LTD., a Florida limited partnership, and accepts all obligations imposed on it as such under Florida law.

Executed this 8 day of April, 2004.

By:

  
Gretel Rodriguez, President  
A&A Registered Agent, Inc.

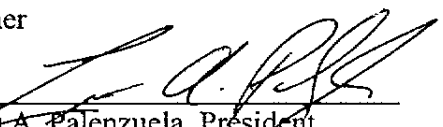
**AFFIDAVIT**

STATE OF FLORIDA                     )  
  )SS:  
COUNTY OF MIAMI-DADE            )

The undersigned General Partner of PALENZUELA PROPERTIES AT TIMBERCREEK II, LTD. (the "Limited Partnership"), being duly sworn, deposes and says:  
The total capital contributions of the limited partners of the Limited Partnership through this date is TEN THOUSAND DOLLARS (\$10,000), and the anticipated future capital contributions of the limited partners to the Limited Partnership is not yet known or zero dollars (\$0).

PALENZUELA PROPERTIES AT TIMBERCREEK II, INC.  
General Partner

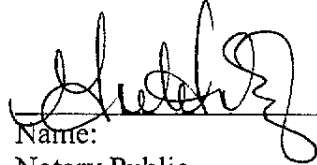
By:

  
Luis A. Palenzuela, President

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TALLAHASSEE

The foregoing instrument was subscribed and sworn to before me by LUIS PALENZUELA, President of PALENZUELA PROPERTIES AT TIMBERCREEK II, INC., on behalf of PALENZUELA PROPERTIES AT TIMBERCREEK II LTD. this 8 day of April, 2004. He is personally known to me or has produced his Florida Driver's License as identification and did take an oath. FL DL P452 · 521 · 68 · 202 · 0

  
Name: \_\_\_\_\_

Notary Public  
State of Florida at Large

My Commission Expires:



Gretel Rodriguez  
Commission # DD260061  
Expires Oct. 21, 2007  
Aaron Notary  
1-800-350-5161

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REGISTRAR  
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