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Division of Corporations

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FLORIDA LIMITED PARTNERSHIP
NICOLAS ESTRELLA FAMILY LIMITED PARTNERSHIP

Certificate of Status	0
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**CERTIFICATE AND AFFIDAVIT OF FLORIDA LIMITED PARTNERSHIP
NICOLAS ESTRELLA FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

ESN MANAGEMENT LLC (the "General Partner"), hereby makes, acknowledges and files this Certificate of Limited Partnership (the "Certificate") for the NICOLAS ESTRELLA FAMILY LIMITED PARTNERSHIP (hereinafter referred to as the "Partnership").

1. Name of Partnership. The name of the Partnership is the NICOLAS ESTRELLA FAMILY LIMITED PARTNERSHIP.

2. Mailing Address and Principal Place of Business of the Limited Partnership. The mailing address of the Partnership is 2665 S. Bayshore Drive, Suite 703, Miami, FL 33133. The General Partner shall promptly give notice to the other Partners of any change of mailing address.

3. Name and Business Address of General Partner. The name and business address of the General Partner of the Partnership is as follows:

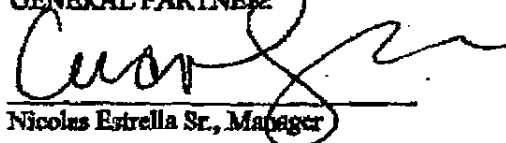
ESN MANAGEMENT LLC
2665 S. Bayshore Drive, Suite 703,
Miami, FL 33133

4. Effective Date. The Partnership will become effective upon the filing of this Certificate and shall terminate and dissolve no later than September 31, 2062.

5. Agent for Service of Process. The Agent for service of process on the Partnership shall be World Corporate Services, Inc., 2665 South Bayshore Drive, Suite 703, Miami, FL 33133.

IN WITNESS WHEREOF, the undersigned has hereunto affixed his signature and seal and swears to the foregoing as of this 13 day of September, 2004, in accordance with Florida Statutes Section 620.108.

GENERAL PARTNER


Nicolas Estrella Sr., Manager

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY on this 13 day of September, 2004, before me, Nicolas Estrella Sr., as Manager of General Partner of Nicolas Estrella Family Limited Partnership, executed the foregoing Certificate and Affidavit of Florida Limited Partnership of Nicolas Estrella Family Limited Partnership.



Stacey L. Koster
Commission #003226023
Expires Jan 16, 2008
Sandy D. Koster Co., Inc.

Stacey L. Koster
Notary Public, State of Florida at Large

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the appointment as registered agent for service of process within the State of Florida of the limited partnership named Nicolas Estrella Family Limited Partnership as set forth in the Certificate and Affidavit of Limited Partnership hereinabove set forth and hereby further state that I may be found as registered agent for service of process upon said partnership at the address set forth in Paragraph 5 of this Certificate.

Dated this 13 day of September 2004.

Timothy D. Richards
Timothy D. Richards, President
World Corporate Services, Inc.,
a Florida corporation

HAClient: Estrella, Nicolas VLP Certificate

CERTIFICATE AND AFFIDAVIT OF FLORIDA
LIMITED PARTNERSHIP OF NICOLAS ESTRELLA FAMILY LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP

(((H04000185893)))

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR NICOLAS ESTRELLA FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the sole General Partner of NICOLAS ESTRELLA FAMILY LIMITED PARTNERSHIP, a Florida Limited Partnership, certifies:

The total amount of capital contributions to date by the Limited Partners is One Thousand Dollars (\$1,000.00).

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals One Thousand Dollars (\$1,000.00).

Signed this 13 day of September, 2004.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

ESN MANAGEMENT LLC
a Florida limited liability company

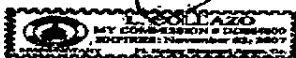
By:

Nicolas Estrella Sr.
Nicolas Estrella Sr., Manager

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY on this 13 day of September, 2004, before me, Nicolas Estrella Sr., manager of the General Partner of Nicolas Estrella Family Limited Partnership, executed the foregoing Affidavit of Capital Contributions of the Nicolas Estrella Family Limited Partnership.

My Commission Expires:



AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF NICOLAS ESTRELLA FAMILY LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP

Dorsett Collazo
Dorsett Collazo

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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