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DIVISION OF CORPORATIONS

FLORIDA LIMITED PARTNERSHIP

ALLIED NEW RIVER, LTD.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 NOV 18 AM 8:34

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ALLIED NEW RIVER, LTD.**

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of ALLIED NEW RIVER, LTD., a Florida limited partnership (the "Partnership"), hereby executes and submits for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:  
ALLIED NEW RIVER, LTD.
2. The office and principal place of business for the Partnership currently is:  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145
3. The name and address of the agent for service of process on the Partnership are:  
Angel A. Hernandez  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145
4. The name and address of the General Partner of the Partnership are:  
Allied New River, Inc.  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145
5. The mailing address of the Partnership is:  
2828 Coral Way, Penthouse Suite  
Miami, Florida 33145
6. The latest date upon which the Partnership shall dissolve is December 31, 2054.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as General Partner, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: November 16, 2004

ALLIED NEW RIVER, INC., a Florida corporation, as General Partner

By: Angel A. Hernandez  
Angel A. Hernandez, Vice President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Angel A. Hernandez hereby accepts his appointment as registered agent for ALLIED NEW RIVER, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: November 16, 2004

Angel A. Hernandez  
Angel A. Hernandez

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TALLAHASSEE, FLORIDA

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA

COUNTY OF DADE

} SS:

BEFORE ME, the undersigned authority, personally appeared Angel A. Hernandez, as Vice President of ALLIED NEW RIVER, INC., a Florida corporation, as General Partner of ALLIED NEW RIVER, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.00.

2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

ALLIED NEW RIVER, INC., a Florida corporation, as General Partner

By: Angel A. Hernandez

Angel A. Hernandez, Vice President

The foregoing instrument was acknowledged before me this 16 day of November, 2004 by Angel A. Hernandez, as Vice President of Allied New River, Inc., a Florida corporation, as General Partner of Allied New River, Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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