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WOY-44585 J. BRYAN DEG 7 2004

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MURAI WALD BIONDO MORENO & BROCHIN

PROFESSIONAL ASSOCIATION ATTORNEYS

900 Ingraham Building 25 Southeast 2nd Ayenue Miami, Florida 33131 TEL: (305) 358-5900 FAX: (305) 358-9490 SENDERS E-MAIL:

Dyahla's MWBM.com

November 24, 2004

Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

Re:

Directo Hispanic Promotions, Ltd.

1908-000

Ladies and Gentlemen:

Enclosed please find our firm check in the amount of \$1,750.00 for filing the attached Certificate of Limited Partnership and Affidavit of Capital Contributions for the above referenced corporation.

If you have any questions, please do not hesitate to contact me.

Thille

Darlene Galdo

Sincerely,

Assistant to Rene V. Murai

/dg Enc.

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

December 7, 2004

DARLENE GALDO MURAI WALD BIONDO MORENO & BROCHIN 25 SOUTHEAST 2ND AVENUE MIAMI, FL 33131

SUBJECT: DIRECTO HISPANIC PROMOTIONS, LTD.

Ref. Number: W04000044585



There is a balance due of \$35.00.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Letter Number: 004A00068383

Joey Bryan Document Specialist FILLU TALLAHASSEE, FLORIDA

MURAI WALD BIONDO MORENO & BROCHIN

PROFESSIONAL ASSOCIATION ATTORNEYS

900 INGRAHAM BUILDING 25 SOUTHEAST 2ND AVENUE MIAMI, FLORIDA 33131 TEL: (305) 358-5900 FAX: (305) 358-9490 SENDERS E-MAIL:

Dgaldo'a MWBM.com

December 9, 2004

Division of Corporations c/o Joey Bryan 409 East Gaines Street Tallahassee, Fl. 32399

Re:

Directo Hispanic Promotions, Ltd.

Document Number: W04000044585

Dear Mr. Bryan:

As per our conversation of even date, enclosed please find our firm check in the amount of \$35.00 to cover the shortage in our filing of the above referenced matter. Please see that it is filed right away and returned to our office as soon as possible.

Thanks for your attention to this matter.

Sincerely,

Assistant to Rene V. Murai

/dg Enc.

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DIRECTO HISPANIC PROMOTIONS, LTD.

CERTIFICATE OF LIMITED PARTNERSHP

Pursuant to Florida Statute Section 620.108, the following Certificate Partnership is filed.

- 1. The name of the Limited Partnership is **DIRECTO HESPANIS PROMOTIONS, LTD.**, located at 2701 Ponce de Leon Boulevard, Suite 202, Corrected Bables, Florida.
- 2. The business address of the Limited Partnership is 2701 Ponce de Leon Boulevard, Suite 202, Coral Gables, Florida.
- 3. The mailing address of the Limited Partnership is 2701 Ponce de Leon Boulevard, Suite 202, Coral Gables, Florida.
- 4. The name and street address of the registered agent is Murai Wald Biondo Moreno & Brochin, P.A., located at 25 S.E. 2nd Avenue, Suite 900, Miami, Florida 33131.

Having been named as registered agent and to accept service of process for the above stated limited partnership at the place designated in this certificate, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent.

Murai Wald Biondo Moreno & Brochin, P.A.

Name: Rene V. Murai

Title: President

5. The name and address of the general partner is Directo Hispanic Promotions, LLC., 2701 Ponce de Leon Boulevard, Suite 202, Coral Gables, Florida

6. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2035.

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

Signed this <u>23</u> day of November, 2004

Directo Hispanic Prometions, LLC,

General Partne

By: Jorge Jimenez, Member

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DIRECTO HISPANIC PROMOTIONS, LTD

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned constituting the sole general partner of DIRECTO HISFANIC PROMOTIONS, LTD., a Florida limited Partnership, certify:

- 1. The amount of capital contributions to date of the Limited Partners is \$0.
- 2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$300,000.

FURTHER AFFIANT SAYETH NOT.

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

Signed this 23 day of November, 2004.

Directo Hispanic Promotions, LLC, General Partner

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Jorge Jimenez, Member

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