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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,  $11^{TH}$  CIR & T.C.) ISABEL RODRIGUEZ-OJEA (FL. & FED.) MADELINE PALENZUELA (FL.)

GARY S. BROOKS (FL. & FED.)\*

WILLOW S. FUENTES (LAW CLERK)

\*OF COUNSEL

REPLY TO: X

4551 PONCE DE LEON BLVD. CORAL GABLES, FLORIDA 33146 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

March 7, 2005

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

Re: JAL Investments, LLLP; JAL Investments, Ltd.; and

JAL Investments, Inc.

Dear Gretchen:

Enclosed please find the following:

- 1. Certificate of Limited Partnership for JAL Investments, Ltd.;
- 2. Check in the amount of \$157.50 for the filing of the Partnership;
- 3. Articles of Incorporation for JAL Investments, Inc..;
- 4. Check in the amount of \$78.75 for the filing of JAL Investments, Inc.:
- 5. Statement of Qualification for JAL Investments, LLLP; and
- 6. Check in the amount of \$25.00 for the filing of JAL Investments, LLLP.

Please provide us with a certificate of Good Standing for the corporation and the limited partnerships. PLEASE SEND ME THE ORIGINALS VIA FEDERAL EXPRESS WITH THE ENCLOSED FEDERAL EXPRESS AIRBILL FOR WEDNESDAY DELIVERY

Should you require any further information, please do not hesitate to contact our offices.

As always, thank you for your help in this matter.

Very truly yours,

Isabel Rodriguez-Ojea, Esq.

Gretel Rodriguez, Paralegal

### CERTIFICATE OF LIMITED PARTNERSHIP OF JAL PARTNERSHIP INVESTMENTS, 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. <u>NAME</u>.

The name of the Limited Partnership is:

JAL PARTNERSHIP INVESTMENTS, LTD.

### 2. **REGISTERED AGENT.**

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

A&A Registered Agent, Inc. c/o Gretel Rodriguez, President 4551 Ponce de Leon, Blvd. Coral Gables, Florida 33146

### 3. **GENERAL PARTNER**.

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

JAL PARTNERSHIP INVESTMENTS, INC. C/o Jorge Ariel Lopez, President 3601 S.W. 136 Avenue Miramar, Florida 33027

### 4. MAILING ADDRESS.

The mailing address for the Limited Partnership is as follows:

3601 S.W. 136 Avenue Miramar, Florida 33027

Document Prepared By: Richard A. Alayon, Esq. Isabel Rodriguez-Ojea, Esq. Gretel Rodriguez, Paralegal Alayon & Associates, P.A. 4551 Ponce de Leon, Blvd. Coral Gables, Florida 33146 (305) 221-2110

### 5. PRINCIPAL BUSINESS ADDRESS.

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

3601 S.W. 136 Avenue Miramar, Florida 33027

### 6. **DISSOLUTION DATE.**

The latest date upon which the Limited Partnership is to dissolve is March 9, 2055.

IN WITNESS WHEREOF, the General Partner has caused this Certificate of Limited Partnership to be executed at Miami, Florida, this day of March 2005.

JAL PARTNERSHIP INVESTMENTS, INC.

Jorge Ariel Lopez, President

### **ACCEPTANCE**

Pursuant to Section 620.192 of the Florida Statutes, the undersigned accepts appointment as registered agent for JAL PARTNERSHIP INVESTMENTS, LTD., a Florida limited partnership, and accepts all obligations imposed on it as such under Florida law.

Executed this day of March, 2005.

By:

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

### AFFIDAVIT

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

The undersigned General Partner of JAL PARTNERSHIP INVESTMENTS, 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 ONE THOUSAND DOLLARS (\$1,000), and the anticipated future capital contributions of the limited partners to the Limited Partnership is NINE THOUSAND DOLLARS (\$9,000).

JAL PARTNERSHIP INVESTMENTS, INC., a Florida corporation

Jorge Ariel Lopez, President

The foregoing instrument was subscribed and sworn to before me by Jorge Arth Lopez, President of JAL Partnership Investments, Inc. on behalf of JAL PARTNERSHIP INVESTMENTS, LTD., this \_\_\_\_\_day of March 2005. He is personally known to me or has produced his Florida Driver's License as identification and did take an oath.

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