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CAPITAL CONNECTION, INC.

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Arellano/Echarte Family

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
ARELLANO/ECHARTE FAMILY HOLDINGS, LTD.
A Florida Limited Partnership**

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TALLAHASSEE, FLORIDA

The undersigned makes the following declaration of information for the purpose of forming Arellano/Echarte Family Holdings, Ltd. under the Florida Revised Uniform Partnership Act:

1. Name. The name of this partnership is Arellano/Echarte Family Holdings, Ltd. (the "Partnership").

2. Business. The purpose of the Partnership's business is to own, acquire, sell, manage and lease investment property of any type, kind or description, including marketable securities and real estate, and to do all other things necessary, proper, convenient or advisable in connection therewith.

3. Principal Place of Business and Location of Records. The location of the principal place of business of the Partnership is 7255 N.W. 19th Street, Suite B, Miami, Florida 33126-1223 at which place the records shall be maintained.

4. Registered Agent. The name and address of the registered agent for service for the Partnership is Agustin R. Arellano, located at Arellano Construction Co., 7255 N.W. 19th Street, Suite B, Miami, Florida 33126-1223.

5. The General Partner. The name and business address of the General Partner is AVH, LLC, located at 7255 N.W. 19th Street, Suite B, Miami, Florida 33126-1223.

6. Mailing Address. The mailing address of the Partnership is c/o Agustin R. Arellano, President, Arellano Construction Co., 7255 N.W. 19th Street, Suite B, Miami, Florida 33126-1223.

7. Term. The Partnership shall begin at the time of the filing of the certificate of Limited Partnership with the Department of State and shall liquidate and dissolve on the 50th

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anniversary of the date of the Agreement of Arellano/Echarte Family Holdings, Ltd., unless terminated or dissolved earlier or extended by written agreement of all of the Partners.

8. Affidavit of the Amount of Capital Contributions. The amount of capital contributions of each limited partner and the amount of capital contributions anticipated by the limited partners is described in the Affidavit attached as Schedule A.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 14th day of March, 2005.

GENERAL PARTNER:

AVH, LLC

By: 

Name: Agustin R. Arellano, as Manager

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for the above-referenced partnership at the above-designated Registered Office, the undersigned hereby accepts the appointment, and agrees to comply with the provisions of Chapter 620 et seq., Florida Statutes, as amended from time to time, concerning the obligations of registered agents.

Executed this 14th day of March, 2005.


Agustin R. Arellano, Registered Agent

SCHEDULE A

**ARELLANO/ECHARTE FAMILY HOLDINGS, LTD.
AFFIDAVIT OF THE AMOUNT OF THE CAPITAL CONTRIBUTIONS BY THE
LIMITED PARTNERS, AND ANY AMOUNT ANTICIPATED TO BE
CONTRIBUTED BY THE LIMITED PARTNERS**

The undersigned present this Affidavit, given under oath, to affirm the following:

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

AVH, LLC, as *General Partner*

By: 

Name: Agustin R. Arellano, as Manager

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