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**CAPITAL CONNECTION, INC.**417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

AVH Holdings, LLP	OSHAR 15 PA
	Art of Inc. File
	LTD Partnership File
	Foreign Corp. File
	L.C. File
•	Fictitious Name File
	Trade/Service Mark
	Merger File
	Art. of Amend. File
	RA Resignation
	Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
	Photo Copy
	Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
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## CERTIFICATE OF LIMITED PARTNERSHIP OF AVH HOLDINGS, LLLP

A Florida Limited Liability Limited Partnership

The undersigned makes the following declaration of information for the purpose of forming AVH Holdings, LLLP under the Florida Revised Uniform Partnership Act:

- 1. Name. The name of this partnership is AVH Holdings, LLLP (the "Partnership").
- 2. <u>Business</u>. 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. <u>Principal Place of Business and Location of Records</u>. 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. <u>Mailing Address</u>. 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 anniversary of the date of the Agreement of AVH Holdings, LLLP, 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.
- 9. <u>Intent on Qualifying Partnership as a Limited Liability Limited Partnership.</u> Pursuant to Section 620.187, Florida Statutes, the Partners intend to qualify the Partnership as a Limited Liability Limited Partnership by filing a Statement of Qualification with the Department of State. The Statement of Qualification shall be filed simultaneously with the Certificate of Limited Partnership.

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

GENERAL FARTN

AVH, LL/C

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

#### AVH HOLDINGS, LLLP

### 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 Genefal Partner

Name: Agustin R. Arellano, as Manager

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