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Division of Corporations

Fax Number : (850) 205-0383

From:

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Account Number : 076103002011 Phone : (305)577-4177

Fax Number : (305)373-6036

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SIVISION OF CORPORATI

LIMITED PARTNERSHIP AMENDMENT

VERDEZOTO FAMILY LIMITED PARTNERSHIP

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FAX AUDIT NO.: H05000249946 3

AMENDED AND RESTATED CERTIFICATE AND AFFIDAVIT OF FLORIDA LIMITED PARTNERSHIP OF

VERDEZOTO FAMILY LIMITED PARTNERSHIP A FLORIDA LIMITED PARTNERSHIP

The undersigned, being authorized to execute and file this Amended and Restated Certificate and Affidavit of Limited Partnership pursuant to Section 620.109, Florida Statutes, hereby certifies that:

FIRST:

The limited partnership was originally formed under the laws of the State of

Florida on April 8, 2005.

SECOND:

The Certificate and Affidavit of Limited Parmership of the limited partnership

shall be amended and restated to read in full as follows:

1. Name of Partnership. The name of the Partnership is the VERDEZOTO FAMILY INTERPREDICTION OF THE PARTNERSHIP.

- Mailing Address and Principal Place of Business of the Limited Partnership. The mailing address of the Partnership is 2020 N.W. 89th Place, Miami, Florida 33172. The General Partner shall promptly give notice to the other Partners of any change of mailing address.
- 3. Name and Business Address of General Partner. The name and business address of the General Partner of the Partnership is as follows:

VERDEZOTO MANAGEMENT LLC 2020 N.W. 89th Place Miami, FL 33172

- 4. <u>Effective Date</u>. The Partnership will become effective upon the filing of this Certificate and shall terminate and dissolve no later than April 6, 2055.
- 5. Agent for Service of Process. The Agent for service of process on the Partnership shall be Donald M. Darrach, 2020 N.W. 89th Place, Miami, Florida 33172.

IN WITNESS WHEREOF, the undersigned has hereunto affixed his signature and seal and swears to the foregoing this 20 day of October 2005, in accordance with Florida Statutes Section 620.108.

GENERAL PARTNER:

VERDEZOTO MANAGEMENT LLC,

VERDEZOTO, Manager

a Florida limited liability company

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STATE OF FLORIDA

) SS.

COUNTY OF MIAMI-DADE

I HEREBY CERTIFY on this 20 day of October 2005, before me, EDWIN VERDEZOTO the Member Manager of VERDEZOTO MANAGEMENT LLC, a Florida limited liability company, as General Partner of VERDEZOTO FAMILY LIMITED PARTNERSHIP, executed the foregoing Certificate and Affidavit of Florida Limited Partnership of VERDEZOTO FAMILY LIMITED PARTNERSHIP.

Notary Public, State of Florida

My commission expires:

Jose A. Rodriguez Commission #30316488 Expires: Jun 14, 2008 Bonded Thru Atlantic Bonding Co., Inc.

FAX AUDIT NO.: H050002499463

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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the appointment as registered agent for service of process within the State of Florida of the limited partnership named VERDEZOTO FAMILY LIMITED PARTNERSHIP as set forth in the Certificate and Affidavit of Limited Partnership hereinabove set forth and hereby further state that I may be found as registered agent for service of process upon said partnership at the address set forth in Paragraph 5 of this Certificate.

Dated this 20 day of October 2005.

Donald M. Darrach

FAX AUDIT NO.: H05000249946 3

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR VERDEZOTO FAMILY LIMITED PARTNERSHIP, A FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting the sole General Partner of VERDEZOTO FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, certifies:

The total amount of capital contributions to date by the Limited Partners is One Thousand Dollars (\$1,000.00).

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals One Thousand Dollars (\$1,000.00).

Dated this 20 day of October 2005.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

VERDEZOTO MANAGEMENT LLC, a Florida limited liability company

Bv:

EDWIN VERDEZOTO, Manager

STATE OF FLORIDA

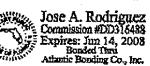
SS.

COUNTY OF MIAMI-DADE

I HEREBY CERTIFY on this <u>20</u> day of October 2005, before me, EDWIN VERDEZOTO the Member Manager of VERDEZOTO MANAGEMENT LLC, a Florida limited liability company, as General Partner of VERDEZOTO FAMILY LIMITED PARTNERSHIP, executed the foregoing Certificate and Affidavit of Florida Limited Partnership of VERDEZOTO FAMILY LIMITED PARTNERSHIP.

Notary Public, State of Florida

My commission expires:



FAX AUDIT NO.: H05000249946 3

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