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FLORIDA LIMITED PARTNERSHIP

northern cross partners, ltd.

Certificate of Status	0
Certified Copy	0
Page Count	05
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**CERTIFICATE OF FORMATION OF LIMITED PARTNERSHIP**

**OF**

**NORTHERN CROSS PARTNERS, LTD.**

a Florida Limited Partnership

**THE UNDERSIGNED**, being desirous of forming a Limited Partnership pursuant to the Florida Uniform Limited Partnership Act hereby make and sign the following certificate for that purpose:

**ARTICLE I**

The name under which the Limited Partnership is to be conducted is **NORTHERN CROSS PARTNERS, LTD.**

**ARTICLE II**

The purpose of the Limited Partnership shall be to engage in any or all lawful act, business or activity for which the partnership may exist under the provisions of the Florida Uniform Limited Partnership Act.

**ARTICLE III**

The address of the office and the mailing address of the Limited Partnership shall be:

1120 S. POWERLINE ROAD,  
POMPAHO BEACH, FLORIDA 33069

**ARTICLE IV**

The name and address of the registered agent for service of process for the Limited Partnership shall be:

**MANUEL M ARVESU**  
201 Alhambra Circle, Suite 502  
Coral Gables, FL 33134

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TALLAHASSEE, FLORIDA

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## ARTICLE V

The partnership shall commence on the date this Certificate is filed with the office of the Secretary of State, State of Florida and shall terminate on June 15, 2050 or upon such time as the Limited Partnership dissolves and winds up its affairs pursuant to the Florida Uniform Limited Partnership Act or the terms of the Agreement of Limited Partnership, whichever is earlier.

## ARTICLE VI

The name and business address of the general partner of the Limited Partnership is:

**LUIMAN DEVELOPERS L.L.C.**  
1120 S. Powerline Road  
Pompano Beach, FL 33069

L05-75399

IN WITNESS WHEREOF the undersigned have hereunto set their hands and seals this 12<sup>th</sup> day of August, 2005.

GENERAL PARTNER:

LUIMAN DEVELOPERS LLC

BY:

REGISTERED AGENT:

Manuel M. Arvesu, Esq.

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TALLAHASSEE, FLORIDA

(Seal)

STATE OF FLORIDA )  
                          ) SS  
COUNTY OF DADE )

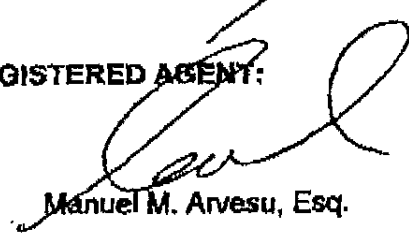
Having duly been sworn according to law, we depose and certify that we are the general partner and the registered agent named in the foregoing Certificate of Formation of Limited Partnership and that the facts set forth therein are true and correct.

**GENERAL PARTNER:**

**LUIMAN DEVELOPERS, LLC, a Florida LLC**

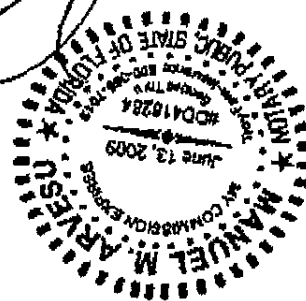
BY: 

**REGISTERED AGENT:**

  
Manuel M. Arvesu, Esq.

**SWORN TO AND SUBSCRIBED** before me on this 17<sup>th</sup> day of July, 1998.

  
Notary Public



Identification produced:

My commission expires:

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August 2005

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**AFFIDAVIT OF CAPITAL CONTRIBUTION**

STATE OF FLORIDA )  
 ) SS  
 COUNTY OF DADE )

**BEFORE ME**, the undersigned authority, personally appeared **Luis M Cabrera**, as Member Manager of **Luiman Developers LLC.**, a Florida Limited Liability Company (hereinafter referred to as the "General Partner")(hereinafter the General Partner and the limited partners shall be collectively referred to as the "Partners"), who after being duly sworn according to law, deposes and states as follows:

1. The Partners have formed a Limited Partnership known as Northern Cross, LTD.
2. The aggregate amount of the capital contribution of the Limited Partners to the Limited Partnership is **Four Hundred Fifty Thousand (\$450,000) Dollars** (the "Capital Contribution"). The Limited Partners do not anticipate any additional amount to be contributed by them.
3. Each Limited Partner has contributed to the Limited Partnership in cash its Capital Contribution according to the percentage ownership interest of each Limited Partner as delineated in the Agreement of Limited Partnership.

**LUIMAN DEVELOPERS LLC.**  
 a Florida Limited Liability Company

BY:



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 Seal)

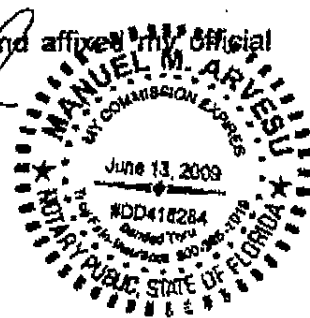
**I HEREBY CERTIFY** that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **Luis M Cabrera**, as Member Manager of **Luiman Developers LLC.**, a Florida Limited Liability Company to me personally known to be the person described in or who produced as identification and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal at said County and State, this **17th** day of **July, 1999-2005**

NOTARY PUBLIC,

My commission expires:

State of Florida at Large



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