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Account Name : CORPORATION SERVICE COMPANY

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FLORIDA/FOREIGN LP/LLP

ASHLEY ACQUISITION, LTD.

Certificate of Status	0
Certified Copy	1
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CERTIFICATE OF LIMITED PARTNERSHIP

OF

ASHLEY ACQUISITION, LTD.

The undersigned General Partner hereby forms a limited partnership pursuant to and in accordance with the Florida Revised Uniform Limited Partnership Act (Florida Statutes Section 620.101, ct. seq.) as follows:

I. Name.

The name of the limited partnership (the "Partnership") is ASHLEY ACQUISITION, LTD.

2. Registered Office.

The registered office of the Partnership in the State of Florida is c/o Newport Property Ventures, Ltd., 3211 Ponce de Leon Boulevard, Suite 202, Coral Gables, Florida 33134.

3. Registered Agent.

The name and address of the registered agent of the Partnership for service of process on the Partnership in the State of Florida is Constantine Scurtis, c/o Newport Property Ventures, Ltd., 3211 Ponce de Leon Boulevard, Suite 202, Coral Gables, Florida 33134.

General Partner.

The name and business address of the General Partner is as follows:

AHR, LLC LOY 72921 c/o Newport Property Ventures, Ltd. 3211 Ponce de Leon Boulevard, Suite 202 Coral Gables, Florida 33134

5. Mailing Address.

The mailing address of the Partnership is c/o Newport Property Ventures, Ltd., 3211 Ponce de Leon Boulevard, Suite 202, Coral Gables, Florida 33134.

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IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership as of the <u>20</u>day of April 2006.

GENERAL PARTNER:

AHR, LLC

Name: Constantine So Title: Vice President

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FAX:850 558 1515

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CERTIFICATE DESIGNATING REGISTERED AGENT

AND REGISTERED OFFICE

In compliance with Florida Statutes Section 620,192, the following is submitted:

ASHLEY ACQUISITION, LTD., desiring to organize as a limited partnership under the laws of the State of Florida, has designated c/o Newport Property Ventures, Ltd., 3211 Ponce de Leon Boulevard, Suite 202, Coral Gables, Florida 33134, as its initial Registered Office and has named Constantine Scurtis located at said address as its initial Registered Agent.

GENERAL PARTNER:

AHR, LLC

Name Constanting Scurtis

Title: Vice President

Having been named Registered Agent for the above stated limited partnership, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 620.192 relative to keeping open said office.

Constantine Scurtis Registered Agent