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## FLORIDA/FOREIGN LP/LLP

#### CAYON CAPITAL FUNDING SUBSIDIARY, LP

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# CERTIFICATE OF LIMITED PARTNERSHIP OF CAYON CAPITAL FUNDING SUBSIDIARY, LP

The undersigned, desiring to form a limited partnership (the "Limited Partnership") in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as amended, hereby states as follows:

1. The name of the Limited Partnership is:

CAYON CAPITAL FUNDING SUBSIDIARY, LP

2. The address of the office where the required records of the Limited Partnershi will be kept is:

3857 W. 16<sup>th</sup> Avenue Hialeah, Florida 33012

3. The name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, as amended, is:

Eduardo Guernica 7200 NW 19<sup>th</sup> Street, Suite 301 Miami, Florida 33126

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

CAYON FAMILY HOLDINGS, INC. 3857 W. 16<sup>th</sup> Avenue Hialeah, Florida 33012

5. The mailing address for the Limited Partnership is:

3857 W. 16th Avenue Hialeah, Florida 33012

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2056.

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The execution of this Certificate of Limited Partnership by the undersigned general partner constitutes an affirmation that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the general partner of the Limited Partnership as of the <u>//</u> day of October, 2006.

GENERAL PARTNER:

CAYON FAMILY HOLDINGS, INC. a Florida corporation

Name:

Name Title:

President

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### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, having been designated as registered agent for CAYON CAPITAL FUNDING SUBSIDIARY, LP. a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that he will accept service of process for and on behalf of the Limited Partnership and that he will comply with any and all laws, including, without limitation, Section 620.192, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited partnership.

Dated: October 11, 2006.

Eduardo Guernica

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