

# **Certificate of Limited Partnership**

**A09000000721**  
**FILED**  
**October 15, 2009**  
**Sec. Of State**  
**gharvey**

Name of Limited Partnership:

U.S. VALUE INCOME FUND, LTD.

Street Address of Limited Partnership:

150 ALHAMBRA CIRCLE  
SUITE 800  
CORAL GABLES, FL. US 33134

Mailing Address of Limited Partnership:

150 ALHAMBRA CIRCLE  
SUITE 800  
CORAL GABLES, FL. US 33134

The name and Florida street address of the registered agent is:

S&K PROPERTY MANAGEMENT, LLC  
150 ALHAMBRA CIRCLE  
SUITE 800  
CORAL GABLES, FL. 33134

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: LIDIA CARTAYA, MANAGER

The name and address of all general partners are:

Title: G  
U.S. VALUE FUND GP, INC  
150 ALHAMBRA CIRCLE, SUITE 800  
CORAL GABLES, FL. 33134 US

The effective date for this Limited Partnership shall be:

10/15/2009

Signed this Fifteenth day of October, 2009

I (we) declare the I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

General Partner Signature: LIDIA CARTAYA, VICE-PRESIDENT