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LAW OFFICES

RASCO & REININGER
PROFESSIONAL ASSOCIATION

THE WATERFORD
5200 BLUE LAGOON DRIVE, SUITE 700
MIAMI, FLORIDA 33126
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February 23, 1996

HOWARD R. BEHAR
ORLANDO J. CARRERA
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RAMON E. RASCO
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MERCEDES M. SELLEK
MICHAEL C. SLOTHICK, P.A.
JORGE M. VIOIL

LYNN M. DANNHEISSER
MARIA R. DOMINQUEZ
JOSE MANUEL PALLI
OF COUNSEL

SECRETARY OF STATE
Division of Corporations
P.O. BOX 6327
Tallahassee, Florida 32314

Re: HARAS BUEN BORINCANO, LTD.

Dear Sir or Madam:

Enclosed please find Certificate of Limited Partnership, with photocopies of same attached thereto, for the above-referenced limited partnership. Also enclosed are two checks, (1) check no. 1248 in the amount of \$210.00 which represents the filing fee for the \$30,000 capital and (2) check no. 2913 in the amount of \$87.50 representing fee for designation of Registered Agent and fee for certified copy.

Kindly file said Certificate and return the certified copy to the attention of the undersigned at the address indicated above.

Thank you for your attention to this matter.

Very truly yours,

RASCO & REININGER, P.A.

Josefina C. Chaviano
Josefina C. Chaviano
Corporate Legal Assistant

Name	
Availability	
Document Examiner	ucc
Updater	/jcc
Updater/Verifier	Enclosures 2
Acknowledgment	ucc
W. P. Verifier	ucc

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-02/27/96--01042--012
****210.00 ****210.00
600001724846
-02/27/96--01042--013
*****87.50 *****87.50

TC
\$30,000.00

CERTIFICATE OF LIMITED PARTNERSHIP
OF
HARAS BUEN BORINCANO, LTD.

HARAS BUEN BORINCANO, LTD.

(Name of the Limited Partnership; must contain a suffix such as "Limited", "Ltd." or "Limited Partnership")

c/o MIAMI CORPORATE SYSTEMS, INC., 5200 Blue Lagoon Drive
Suite 700, Miami, Florida 33126

(The Business Address of Limited Partnership)

MIAMI CORPORATE SYSTEMS, INC.

(Name of Registered Agent for Service of Process)

5200 Blue Lagoon Drive, Suite 700, Miami, Florida 33126

(Florida Street Address for Registered Agent)

Luis A. Perez, Vice President

Registered Agent must sign here to accept designation
as Registered Agent for Service of Process.)

c/o MIAMI CORPORATE SYSTEMS, INC., 5200 Blue Lagoon Drive
Suite 700, Miami, Florida 33126

(The Mailing Address of the Limited Partnership)

1. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2050.

NAME OF GENERAL PARTNER

095000090383
HARAS BUEN BORINCANO
III, INC., a Florida
corporation

SPECIFIC ADDRESS

c/o Miami Corporate
Systems, Inc.
5200 Blue Lagoon Drive
Suite 700
Miami, Florida 33126

Signed this 16th day of January, 1996.

Signature of general partner:

HARAS BUEN BORINCANO, III, INC.,
a Florida corporation

Jose A. Birryel, Jr., President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of HARAS BUEN BORINCANO, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partner is \$ 30,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 30,000.00.

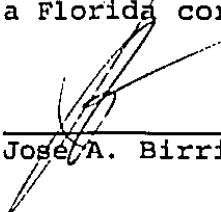
This 16th day of January, 1996.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I (we) declare that I (we) have read the foregoing and the facts alleged are true, to the best knowledge and belief.

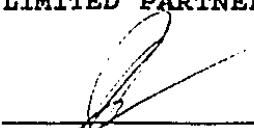
GENERAL PARTNER:

HARAS BUEN BORINCANO, III, INC.,
a Florida corporation

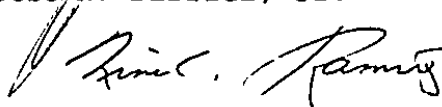


Jose A. Birriel, Jr., President

LIMITED PARTNERS:



Jose A. Birriel, Jr.



Nina C. Ramirez



Natalie Birriel

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