

A96000000870

MISHAN, SLOTO & GREENBERG

A PROFESSIONAL ASSOCIATION

FIRST UNION FINANCIAL CENTER • SUITE 2300

200 SOUTH BISCAYNE BOULEVARD

MIAMI, FLORIDA 33131-2300

STEVEN MISHAN
JAMES H. SLOTO
BARRY H. GREENBERG
CAROL L. COX
ANDREW B. HELLINGGER
LUIS A. ESPINO
DANA J. MOSHER
ALAN M. BURGER
ANA C. HARRIS

TELEPHONE (305) 370-1792
FAX (305) 370-2300

May 1, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
MAY 1 1996

RE: The Arias Family Limited Partnership

Dear Sir/Madam:

CM

Enclosed for filing is Certificate and Affidavit of Florida Limited Partnership of The Arias Family Limited Partnership, a Florida limited partnership. Also enclosed is check #0879 payable to the Secretary of State in the amount of \$1,785.00 to cover filing fees.

Enclosed is a stamped, self-addressed return envelope for your convenience.

Your assistance with this matter is most appreciated.

Very truly yours,


ANA CELA HARRIS

FILED
96 MAY -3 PM 3:23
SECTION 1 OF 3
TALLAHASSEE, FLORIDA

ACH/gsc/Enclosures

cc: Mr. and Mrs. Fernando Arias
James R. Sloto, Esq.

f:\ariass\ss.lt

**CERTIFICATE AND AFFIDAVIT
OF
FLORIDA LIMITED PARTNERSHIP
OF
THE ARIAS FAMILY LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP**

FILED
JAN-3 PM 3:23
CLERK OF DISTRICT COURT
JAN 3 1997

FERNANDO M. ARIAS and SARA L. ARIAS, both residents of Dade County, Florida (the "General Partners") hereby make, acknowledge, and file this Certificate of Limited Partnership (the "Certificate") for the Arias Family Limited Partnership, hereinafter referred to as the "Partnership."

1. Name of Partnership. The name of the Partnership is:

The Arias Family Limited Partnership

2. Mailing Address and Principal Place of Business of the Limited Partnership.

The mailing address of the Limited Partnership is: 14612 SW 45th Terrace, Miami, FL 33175, and the principal place of business of the Limited Partnership is 14612 SW 45th Terrace, Miami, FL 33175.

3. Name and Business Address of General Partner. The name and business address of the General Partners in the Partnership is as follows:

FERNANDO M. ARIAS
14612 SW 45th Terrace
Miami, FL 33175

This instrument prepared by:
ANA C. HARRIS, ESQUIRE
Florida Bar No: 705403
MISHAN, SLOTO & GREENBERG, P.A.
200 S. Biscayne Blvd., Suite 2350
Miami, FL 33134
(305) 379-1792

SARA L. ARIAS
14612 SW 45th Terrace
Miami, FL 33175

4. Effective Date. The Partnership will become effective upon the filing of this Certificate and shall terminate and dissolve no later than December 31, 2035.

5. Agent and Address for Service of Process. The Agent for service of process on the Partnership shall be:

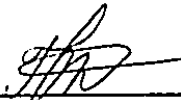
James R. Sloto, Esq.
Mishan, Sloto & Greenberg, P.A.
200 S. Biscayne Blvd., Suite 2350
Miami, Florida 33131

6. Capital Contributions. The undersigned herewith affirms that the total amount of Capital Contributions which the Limited Partners have contributed to date or shall contribute is Five Hundred Forty Thousand 00/100 (\$540,000.00) Dollars.

7. Anticipated Additional Contributions. No additional contributions are anticipated, other than as set forth in Paragraph 6.

IN WITNESS WHEREOF, the undersigned have hereunto affixed their signatures and swear to the foregoing as of the 30th day of April, 1996, in accordance with Florida Statutes, Section 620.108.

GENERAL PARTNERS:



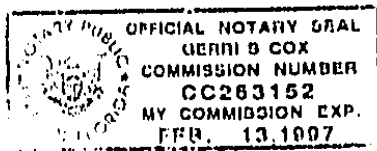
Fernando M. Arias



Sara L. Arias

STATE OF FLORIDA)
 : ss
COUNTY OF DADE)

The foregoing instrument was executed in my presence by FERNANDO M. ARIAS and SARA L. ARIAS, who are personally known to me or who produced a driver's license as identification, and who took an oath, this 30th day of April, 1996.



[Signature]
Notary Public, State of Florida at Large

[Print Name]

My commission expires:

ACCEPTANCE BY REGISTERED AGENT

I hereby accept the appointment of, and designation as, Registered Agent for service of process within the State of Florida of the proposed limited partnership named in the Certificate and Affidavit of Limited Partnership hereinabove set forth and do hereby further state that I may be found as Registered Agent for service of process upon said proposed corporation at the address set forth in Paragraph 5 of this Certificate.

DATED this 30th day of April, 1996.

REGISTERED AGENT

By:

[Signature]
James R. Sloto, Esq.