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ACCOUNT NO. : 072100000032

REFERENCE : 704059 4303929

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 148.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 12 PM 12:10

ORDER DATE : February 12, 1998

ORDER TIME : 10:21 AM

ORDER NO. : 704059-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Jazmine Roman
GREENBERG TRAUIG

200002428832--4

1221 Brickell Avenue

Miami, FL 33131

DOMESTIC FILING

NAME: CUENCA CITICENTRE, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

Name Availability	<i>JP 2-12</i>
Document Examiner	<i>JP</i>
Updater	<i>JP</i>
Updater Verifier	<i>JP</i>
Acknowledgement	<i>JP</i>
W. P. Verifier	<i>JP</i>

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DIVISION OF CORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

OF

CUENCA CITICENTRE, LTD

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Pursuant to Section 620.108 of the Revised Uniform Limited Partnership Act (the "Act"), the undersigned being the sole General Partner of CUENCA CITICENTRE, LTD, hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is CUENCA CITICENTRE, LTD
2. The business address and the mailing address of the limited partnership is CitiCentre, 290 N.W. 165th St. (Chamber Road), PH-5, Miami, Florida, 33162.
3. The name of the registered agent for service of process required by Section 620.105 the of the Act is Samuel Cuenca.
4. The Florida street address for the registered agent is CitiCentre, 290 N.W. 165th St. (Chamber Road), PH-5, Miami, Florida, 33162.

5. **Agent Acceptance of Appointment of Registered**

Having been named the statutory registered agent of CUENCA CITICENTRE, LTD, at the place designated in this Certificate of Limited Partnership of CUENCA CITICENTRE, LTD, I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by Section 620.129 of the Act and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.


By: Samuel Cuenca, As Agent


6. The name and business address of the general partner is as follows: CUENCA CITICENTRE, INC., CitiCentre, 290 N.W. 165th St. (Chamber Road), PH-5, Miami, Florida, 33162.

998-11319

7. The latest date upon which the limited partnership is to dissolve is December 31, 2048.

IN WITNESS WHEREOF, the sole General Partner has executed the foregoing Certificate of Limited Partnership on this 11 day of February, 1998 in accordance with Section 620.114 of the Act.

CUENCA CITICENTRE, INC.,
a Florida corporation, general partner


Samuel Cuenca, President

AFFIDAVIT

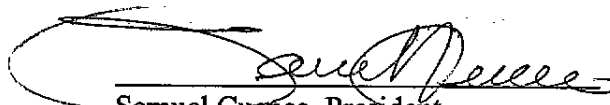
The undersigned, constituting all of the General Partners of CUENCA CITICENTRE, LTD, a Florida Limited Partnership, hereby certify as follows:

1. The amount of capital contributions to date of the limited partners is -0-.
2. The total amount of contributed and anticipated to be contributed by the limited partners at this time totals \$ 100.00.

FURTHER AFFIANT SAYETH NOT.

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

CUENCA CITICENTRE, INC., a Florida
corporation, general partner


Samuel Cuenca, President

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