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CERTIFICATE OF LIMITED PARTNERSHIP OF A VOS MARQUES, LTD.

The undersigned, for the purpose of forming a limited partnership under the Florida Revised Uniform Limited Partnership Act (F.S. Chapter 620, Part I), hereby makes and files this Certificate of Limited Partnership.

ARTICLE I NAME

The name of the limited partnership is A Vos Marques, Ltd. (the "Limited Partnership").

ARTICLE II RECORD KEEPING OFFICE

The address of the office required to be maintained by the Limited Partnership by Florida Statutes §620.105(1) is 5300 First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131-2339.

ARTICLE III AGENT FOR SERVICE OF PROCESS

The name and address of the agent for service of process on the Limited Partnership is Jimmy L. Morales, Esq., 5300 First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131-2339.

ARTICLE IV GENERAL PARTNER

The name and business address of the sole general partner of the Limited Partnership is A Vos Marques, Inc., a Florida corporation, 5300 First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131-2339.

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ARTICLE V. MAILING ADDRESS

The mailing address of the Limited Partnership is 5300 First Union Financial Center 200 South Biscayne Boulevard, Miami, Florida 33131-2339.

ARTICLE VI LATEST DATE OF DISSOLUTION

The latest date upon which the Limited Partnership is to dissolve is December 31, 2047.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership of A Vos Marques, Ltd. this 10th day of June, 1998.

A VOS MARQUES, INC.

Name: Jean Louis Sylvos

Title: President

MI01A/50737.1

<u>AFFIDAVIT</u>

STATE OF FLORIDA) ss.
COUNTY OF MIAMI - DADE)



BEFORE ME, the undersigned authority, personally appeared Jean Louis Sylvos, who after being by me first duly sworn, declares, deposes and says of his personal knowledge that:

- 1. He is the authorized signatory of A Vos Marques, Inc., a Florida corporation (the "General Partner"), with authorization to execute any and all documents relating to the organization of A Vos Marques, Ltd., a Florida limited partnership (the "Limited Partnership").
- 2. He has this day, on behalf of the General Partner as the general partner of the Limited Partnership, executed the Certificate of Limited Partnership of the Limited Partnership.
- 3. The amount of capital contributions of the limited partners of the Limited Partnership as of the date of this Affidavit is \$ 10,000.00.
- 4. The total amount of capital contributions anticipated to be contributed by the limited partners of the Limited Partnership is the amount listed in line 3 hereof.

FURTHER AFFIANT SAYETH NAUGHT.

Signed and delivered this 10th day of June, 1998.

Jean Louis Sylvos

SWORN to and subscribed before me this 10 day of June, 1998 by Sylvis, who is personally known to me or who has produced passport as identification.

NOTARY PUBLIC

Print Name Crata C Gwewso

State of Florida at Large

My Commission expires:



STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Section 620.108, Florida Statutes, the undersigned has been designated in the Certificate of Limited Partnership of A Vos Marques, Ltd. as the registered agent of A Vos Marques, Ltd.

Having been so designated, the undersigned hereby accepts the appointment as registered agent of A Vos Marques, Ltd. and accepts the obligation provided for in Section 620.192, Florida Statutes, and agrees to comply with the provisions of the laws of Florida providing for the keeping open of the registered office for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of registered

agent.

Dated: June 10, 1998.

Jimmy L. Mprales, Esq.

Registered Agent