



THE UNITED STATES
CORPORATION
COMPANY

A98000002307

ACCOUNT NO. : 072100000032

REFERENCE : 982621 7136430

AUTHORIZATION :

COST LIMIT : \$PPD

FILED OF STATES
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 OCT -6 PM 2:56

ORDER DATE : October 2, 1998

ORDER TIME : 11:06 AM

ORDER NO. : 982621-010

CUSTOMER NO: 7136430

100002654661--3

-10/02/98--01067--025

***2065.00 ***1890.00

CUSTOMER: Mr. Bernard D. Stein
BERNARD DANE STEIN, P.A.

200 South Biscayne Boulevard,
20th Floor
Miami, FL 33131-2310

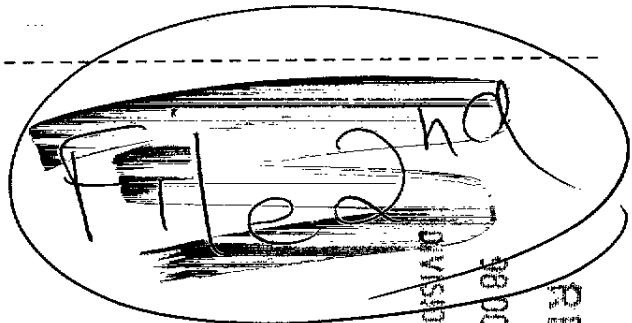
DOMESTIC FILING

NAME:

ORVIS ^{INVESTMENT,} LTD.

S

EFFECTIVE DATE:



ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

2 COPIES CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

EXAMINER'S INITIALS: _____

RECEIVED
98 OCT -2 PM 12:07
DIVISION OF CORPORATIONS

BK
10/5/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 2, 1998

SARA LEA
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: ORVIZ, LTD.
Ref. Number: W98000022580

RESUBMIT

~~Please give original
submission date as file date.~~

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -6 PM 2:57

We have received your document for ORVIZ, LTD. and your check(s) totaling \$1890.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

ALSO, please note that if you're going to be filing the general partner -- ORVIZ, INC. -- under a new name, all references to the general partner in these partnership documents will need to be corrected.

We have RETAINED your \$1,890.00 payment.,

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 198A00049341

RECEIVED
98 OCT -6 AM 9:53
DIVISION OF CORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP OF
ORVIS INVESTMENT, LTD.
A Florida Limited Partnership

The undersigned General Partner, desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is ORVIS INVESTMENT, LTD.
2. The address of the office of the Partnership is:
1528 Sevilla Avenue, Coral Gables, Florida 33134.
3. The name and address of the agent for service of process on the Partnership are:
Jose M. Garcia-Frutos
1528 Sevilla Avenue, Coral Gables, Florida 33134.
4. The name and address of the general partner are:
ORVIS INVESTMENT, INC.
1528 Sevilla Avenue, Coral Gables, Florida 33134. P98000085532
5. The mailing address of the Partnership is as follows:
1528 Sevilla Avenue, Coral Gables, Florida 33134.
6. The latest date upon which the Partnership shall dissolve is December 31, 2048.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of this 22ND day of SEPTEMBER, 1998.
ORVIS INVESTMENT, LTD.

Witnesses:

ORVIS INVESTMENT, INC.
a Florida corporation

By: Jose M. Garcia (SEAL)
Jose M. Garcia-Frutos, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

ORVIS INVESTMENT, LTD.
Having been named as registered agent for a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

Jose M. Garcia 9/22/98
Jose M. Garcia-Frutos Date

AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -6 PM 2:57

BEFORE ME, the undersigned, personally appeared Jose M. Garcia-Frutos, who, after being duly sworn, certified as follows:

1. He is the President of ~~ORVIZ, INC.~~ ^{ORVIS INVESTMENT, INC.}, a Florida corporation (the "Corporation");
2. The Corporation is the sole general partner of ~~ORVIZ, LTD.~~ ^{ORVIS INVESTMENT, LTD.}, a Florida Limited Partnership (the "Partnership");
3. The amount of capital contributions to the Partnership made by the limited partners is \$1,000,000;
4. No additional capital contributions are anticipated to be made by the limited partners.

FURTHER AFFIANT SAYETH NAUGHT.

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.

~~ORVIZ, INC.~~
^{ORVIS INVESTMENT, INC.}
a Florida corporation

Date: 9/23/98, 1998.

By: Jose M. Garcia (SEAL)
Jose M. Garcia-Frutos, President

BEFORE ME, the undersigned officer, a notary public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Jose M. Garcia-Frutos, on the 23 day of Sept, 1998, known to me and known by me to be the President of ~~ORVIZ, INC.~~, a Florida corporation (which corporation is known by me to be the sole General Partner of ~~ORVIZ, LTD.~~, a Florida Limited Partnership), and the person who executed the foregoing Affidavit of Capital Contributions, and such person acknowledged to and before me executing this Affidavit on behalf of the General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County set forth above, this 23 day of Sept, 1998.

ORVIS INVESTMENT, INC.
ORVIS INVESTMENT, LTD.

[Signature]
Notary Public, State of Florida

