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TELEPHONE: (305) 705-0941

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October 6, 1998

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

Gentlemen:

Enclosed you will find an original and one copy of the Certificate of Limited Partnership of Union Lakes, Ltd., together with a check in the sum of \$140.00, representing the filing fees as follows:

(minimum)	\$52.50
Registered Agent	35.00
Certified Copy	52.50
Total	\$140.00

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-10/15/98-01055-002
****140.00 ****140.00

If you have any questions concerning the enclosures, please feel free to contact our office.

Sincerely,

Ronald R. Fieldstone

RRF/cs

Encl.

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Name	
Availability	
Document Examiner	DCC
Updater	DCC
Printer	DCC
Online Judgement	DCC
W. P. Verifier	DCC

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FILED
98 OCT 15 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2
\$1,000.00

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
UNION LAKES, LTD.**

This Certificate of Limited Partnership is prepared and filed in order to form a limited partnership in accordance with Section 620.108, Florida Statutes.

1. The name of the limited partnership is Union Lakes, Ltd.
2. The address of the office and the name and address of the agent for service of process on the limited partnership is:

Ronald R. Fieldstone
200 S. Biscayne Blvd.
Suite 2100
Miami, FL 33131

3. The name and business address of the sole general partner is:

Union Lakes, Inc.
4525 Sabal Palm Road
Miami, Florida 33137

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4. The mailing address for the limited partnership is:

4525 Sabal Palm Road
Miami, Florida 33137

5. The term of the limited partnership shall commence upon the filing of this Certificate with the Florida Department of State, and the latest date upon which the limited partnership is to dissolve is December 31, 2040.

The undersigned general partner has executed this Certificate of Limited Partnership this 1ST day of OCTOBER, 1998.

GENERAL PARTNER:

UNION LAKES, INC., a
Florida corporation

By

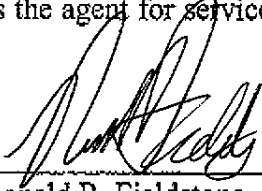

Moises Egozi
President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT 15 PM 1:00

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The undersigned accepts the foregoing designation as the agent for service of process on Union Lakes, Ltd., and agrees to act in that capacity.



Ronald R. Fieldstone

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 OCT 15 PM 1:00

FILED

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA §
 § SS
COUNTY OF DADE §

The undersigned, Moises Egozi, as President of the sole general partner of Union Lakes, Ltd., a Florida limited partnership, being first duly sworn on oath, deposes and says:

1. That he is the President of Union Lakes, Inc., a Florida corporation, and in that capacity has full authority to sign this Affidavit on behalf of the corporation.
2. That Union Lakes, Inc. is the sole general partner of Union Lakes, Ltd., a Florida limited partnership.
3. That the amount of the capital contributions of the limited partner and the total amount anticipated to be contributed by the limited partner at this time is \$1,000.00.

FURTHER AFFIANT SAYETH NOT.

GENERAL PARTNER:

Union Lakes, Inc.,
a Florida corporation

By: 

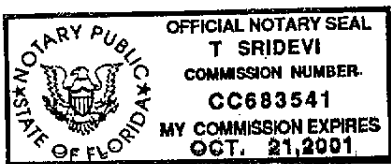
Moises Egozi
President

President

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared Moises Egozi, as President of Union Lakes, Inc., a Florida corporation, who is personally known to me or who has produced Driver's License as identification and who did take an oath, acknowledged before me that he executed the foregoing instrument for the purposes herein expressed.

WITNESS MY HAND and official seal at Miami, Dade County, Florida, this 01 day of October, 1998.



Signature T. Sridevi

T. SRIDEVI
Print (Notary's Name)
Notary Public, State of Florida

Notarial Seal:

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