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FLORIDA DIVISION OF CORPORATIONS

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FROM: RASCO, REININGER & PEREZ, P.A.
104076000124

ACCT#:

CONTACT: ANGELA M GONZALEZ
PHONE: (305) 261-0500

FAX #:

(305) 267-1787

NAME: CENTURY/BDV, LTD.

AUDIT NUMBER.....H98000019480

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
CENTURY/BDV, LTD.**

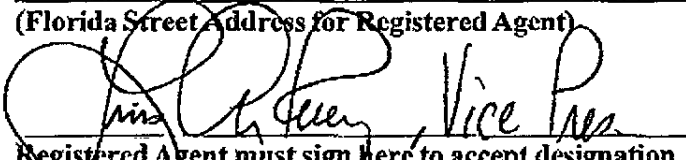
CENTURY/BDV, LTD.

(Name of the Limited Partnership; must contain a suffix such
as "Limited", "Ltd." or "Limited Partnership")

901 S.W. 69TH AVENUE, MIAMI, FLORIDA 33144
(The Business Address of Limited Partnership)

MIAMI CORPORATE SYSTEMS, INC.
(Name of Registered Agent for Service of Process)

5200 BLUE LAGOON DRIVE, SUITE 700, MIAMI, FLORIDA 33126
(Florida Street Address for Registered Agent)


Registered Agent must sign here to accept designation
as Registered Agent for Service of Process.)

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TALLAHASSEE, FLORIDA

901 S.W. 69TH AVENUE, MIAMI, FLORIDA 33144
(The Mailing Address of the Limited Partnership)

1. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2036.

2. NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS
CENTURY MANAGEMENT GROUP, INC., a Florida corporation <i>897-11266</i>	901 S.W. 69 TH Avenue Miami, Florida 33144
BDV CONSTRUCTION, INC., a Florida corporation <i>892-364</i>	1216 N.W. 72 ND Avenue Miami, Florida 33126

Audit No. H98000019480

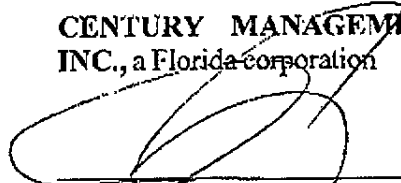
This Instrument Prepared by: Luis A. Perez, Esq.
Rasco Reiningier & Perez, P.A.
5200 Blue Lagoon Drive, Suite 700
Miami, Florida 33126/(305) 261-0500
Florida Bar No. 613584

Audit No.: H98000019480

Signed this 19th day of October, 1998.

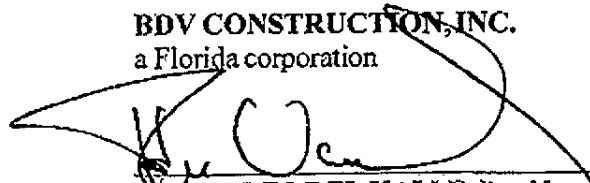
Signature of all general partners:

**CENTURY MANAGEMENT GROUP,
INC., a Florida corporation**



SERGIO PINO, President

**BDV CONSTRUCTION, INC.
a Florida corporation**



HUMBERTO DEL VALLE, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of **CENTURY/BDV, LTD.**, a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partner is \$405,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$855,000.00.

This 19th day of October, 1998.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNERS:

CENTURY MANAGEMENT GROUP, INC.,
a Florida corporation


SERGIO PINO, President

BDV CONSTRUCTION, INC.,
a Florida corporation


HUMBERTO DEL VALLE, President

Audit No.: H98000019480

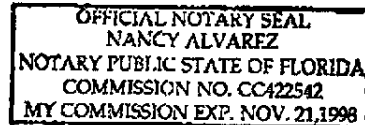
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STATE OF FLORIDA
COUNTY OF MIAMI-DADE

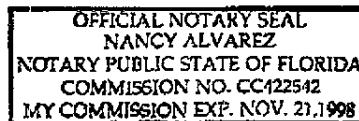
The foregoing instrument was acknowledged before me this 19th day of October, 1998, by
SERGIO PINO, the President of **CENTURY MANAGEMENT GROUP, INC.**, who is personally
known to me or who has produced _____ as identification.

Nancy Alvarez
Print Name: Nancy Alvarez
Notary Public

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 19th day of October, 1998, by
HUMBERTO DEL VALLE, the President of **BDV CONSTRUCTION, INC.**, who is personally
known to me or who has produced _____ as identification.

Nancy Alvarez
Print Name: Nancy Alvarez
Notary Public



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