

STEEL HECTOR & DAVIS LLP

Requester's Name

215 SOUTH MONROE STREET / SUITE 601

Address

TALLAHASSEE

222-2300

City/State/Zip

Phone #

CONTACT: ELIZABETH

Office Use Only

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DIVISION OF CORPORATIONS
99 FEB - 1 AM 10:17

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. FONDO NUEVO, LTD (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

Name Availability
Document Examiner
Updater
Updater Verifier
Acknowledgement
Certificate of Status

Walk in Pick up time 2:00

Mail out Will wait Photocopy

Certified Copy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
XX	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA

PLEASE CONTACT ELIZABETH REGARDING ANY QUESTIONS - 222-2300. THANK YOU.

Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP
OF
FONDO NUEVO, LTD.

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The undersigned General Partner of FONDO NUEVO, LTD., a Florida limited partnership (the "Partnership"), desiring to adopt a certificate of limited partnership of FONDO NUEVO, LTD. (the "Certificate"), pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act"), hereby certifies as follows:

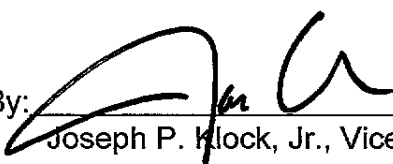
1. Name: The name of the Partnership is FONDO NUEVO, LTD.
2. Record Keeping Office, Principal Place of Business, and Mailing Address:
The Partnership's record keeping office, principal place of business and mailing address is 340 Royal Poinciana Way, Suite 316, Palm Beach, Florida 33480.
3. Initial Registered Agent: The name of the initial registered agent of the Partnership is Joseph P. Klock, Jr. The street address of the initial registered agent in the State of Florida is 200 South Biscayne Blvd., Suite 4000, Miami, Florida 33131-2398.
4. Name and Address of General Partner: The name and address of the general partner of the Partnership is FONDO NUEVO MANAGEMENT, INC., 340 Royal Poinciana Way, Suite 316, Palm Beach, Florida 33480. - 999-10574
5. Term: The latest date upon which the Partnership shall dissolve is December 31, 2039.
6. Affidavit re: Capital Contribution: An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is attached hereto as Exhibit "A".
7. Controlling Agreement: This Certificate summarizes information regarding the Partnership required under the Act but is qualified entirely by reference to the complete agreement of the partners to be embodied in a limited partnership agreement, which agreement shall include provisions not summarized in this Certificate and shall be controlling for all purposes.

[SIGNATURE ON NEXT PAGE]

IN WITNESS WHEREOF, this Certificate has been executed by Joseph P. Klock, Jr., as Vice President of FONDO NUEVO MANAGEMENT, INC., the general partner of the Partnership, this 1st day of February, 1999.

General Partner:

FONDO NUEVO MANAGEMENT, INC.,
a Florida corporation

By: 
Joseph P. Klock, Jr., Vice President

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for FONDO NUEVO, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership of the Partnership, I hereby agree to accept service of process for said Partnership and to comply with all statutes relative to the complete and proper performance of the duties of the registered agent.



Joseph P. Klock, Jr.

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EXHIBIT "A"

**AFFIDAVIT RE: CAPITAL CONTRIBUTIONS
OF
FONDO NUEVO, LTD.**

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COMES NOW, Joseph P. Klock, Jr., the Vice President of FONDO NUEVO MANAGEMENT, INC., the general partner of FONDO NUEVO, LTD. (the "Limited Partnership"), who deposes and states as follows:

1. The initial capital contribution of the general partner of the Limited Partnership is as follows:

<u>Name</u>	<u>Amount of Contribution</u>
Alfonso Fanjul	\$150,000
José Francisco Fanjul	\$150,000

2. The initial capital contributions of the limited partners of the Limited Partnership is as follows:

<u>Name</u>	<u>Amount of Contribution</u>
Fondo Nuevo Management, Inc.	\$2,500

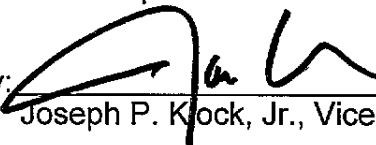
3. The total amount anticipated to be contributed by the limited partners at this time totals \$5,000,000.

4 Affiant further saith naught.

Upon 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.

General Partner:

FONDO NUEVO MANAGEMENT, INC.,
a Florida corporation

By: 
Joseph P. Klock, Jr., Vice President