

STEEL HECTOR & DAVIS LLP
 Requestor's Name
 215 SOUTH MO... STREET SUITE 600
 Address
 FALL HAVEN, NC 222-2300
 City/State/Zip Phone #

A9900000776

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 99 MAY 13 PM 1:35
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ORTEGA PARTNERS LTD.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 3:00 ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ 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

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

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

RECEIVED
 99 MAY 13 AM 10:42

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

312 5/13/99

CERTIFICATE OF LIMITED PARTNERSHIP
OF
ORTEGA PARTNERS LTD.

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The undersigned General Partner of Ortega Partners Ltd., a Florida limited partnership (the "Partnership"), desiring to adopt a certificate of limited partnership of Ortega Partners 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 Ortega Partners 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 2000 N.W. 92nd Avenue, Miami, Florida 33172.
3. Initial Registered Agent: The name of the initial registered agent of the Partnership is Peninsula Registered Agents, Inc. The street address of the initial registered agent in the State of Florida is 200 South Biscayne Boulevard, #4874, Miami, Florida 33131.
4. Name and Address of General Partner: The name and address of the general partner of the Partnership is LUA Properties, Inc., 2000 N.W. 92nd Avenue, Miami, Florida 33172.
522069
5. Term: The Partnership shall commence with the filing of this Certificate of Limited Partnership with the office of the Florida Department of State. The latest date upon which the Partnership shall dissolve is December 21, 2024.
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 Jose A. Ortega, President of LUA Properties, Inc., the General Partner of the Partnership, this 11 day of May, 1999.

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General Partner:

LUA Properties, Inc.,
a Florida corporation

By:

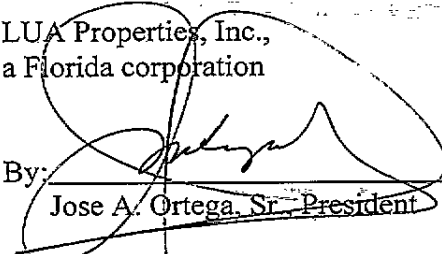

Jose A. Ortega, Sr., President

EXHIBIT "A"

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**AFFIDAVIT RE: CAPITAL CONTRIBUTIONS
OF
ORTEGA PARTNERS, LTD.**

COMES NOW, Jose A. Ortega, Sr., the President of LUA Properties, Inc., the general partner of Ortega Partners, Ltd. (the "Limited Partnership"), who deposes and states as follows:

1. The initial capital contributions of the limited partners of the Limited Partnership are as follows:

<u>Name</u>	<u>Amount of Contribution</u>
Jose A. Ortega, Sr.	\$ 785,000 (land) 1,450 (cash)
Jose A. Ortega, Jr.	\$ 240,750
Maria Elena Ortega Wollberg	\$ 240,750
Ortega Childrens Trust	\$ 160,500
Walburg Childrens Trust	\$ 160,500
<i>Wollberg</i> TOTAL	\$1,605,400

No additional limited partner contributions are anticipated.

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

<u>Name</u>	<u>Amount of Contribution</u>
LUA Properties, Inc.	\$16,100

3. 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:

LUA PROPERTIES, INC.,
a Florida corporation

By: _____

Jose A. Ortega, Sr.
Jose A. Ortega, Sr., President


ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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Having been named as the registered agent for Ortega Partners Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership of the Partnership, we 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.

PENINSULA REGISTERED AGENTS, INC.

By:



Debra E. Kirschner, Vice President