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[Signature]
December 22, 1999

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-12/27/99-01074-012
***1810.00 ***1785.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **Certificate of Limited Partnership for ARCON PROPERTIES, LLP**
Statement of Qualification for Florida Limited Liability Partnership

MJH

Dear Sir or Madam:

Enclosed are the original and one copy of the Certificate of Limited Partnership for ARCON PROPERTIES, LLP, a Florida Limited Liability Partnership, along with the original and one copy of a Statement of Qualification for Florida Limited Liability Partnership. Please file the original Certificate and Statement of Qualification, date stamp the copies, and return the copies to our office. **Please note that the Limited Liability Partnership has an effective date of January 1, 2000.**

Enclosed is a check in the amount of \$1,810.00 to cover the cost of the following expenses:

Limited Partnership Filing Fee	\$1,750.00
Registered Agent Fee	35.00
Statement of Qualification Filing Fee	25.00
Total	<u>\$1,810.00</u>

Thank you for your assistance. If you have any questions or comments regarding these filings, please do not hesitate to contact us.

Very truly yours,

[Signature]
Stephen C. Sullivan

SCS:cn
Enclosures

Check: \$1,810
cc: Mr. Arenas (w/ encls.)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP

OF

**ARCON PROPERTIES, LLP,
a Florida Limited Partnership**

The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states the following pursuant to Florida Statute §620.108(1):

(a) The name of the Partnership is ARCON PROPERTIES, LLP ("the Partnership"), a Florida limited liability limited partnership.

The address of the office of the Partnership is:

411 Shorecrest Drive
Tampa, Florida 33609

(b) The name and address of the agent for service of process for the Partnership is:

James P. Hines, Esquire
Hines Norman & Associates, P.L.
315 South Hyde Park Avenue
Tampa, Florida 33606

(c) The names and business address of the general partner of the Partnership is:

Bernardo F. Arenas, Jr.
411 Shorecrest Drive
Tampa, Florida 33609

(d) The mailing address for the Partnership is:

411 Shorecrest Drive
Tampa, Florida 33609

(e) **The Partnership shall become effective on January 1, 2000**

(f) The latest date upon which the Partnership shall dissolve is: December 31, 2050

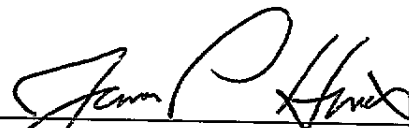
(g) The Partnership is authorized to issue 10,000 partnership units and will initially issue 5,000 partnership units.

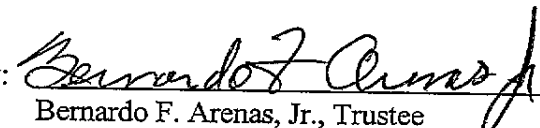
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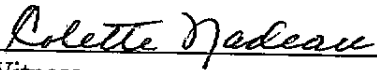
The execution of this Certificate by the undersigned general partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF this Certificate of Limited Partnership has been executed by the undersigned trustee of the general partner of the Partnership, this 27th day of December, 1999.

BERNARDO F. ARENAS, JR. REVOCABLE TRUST

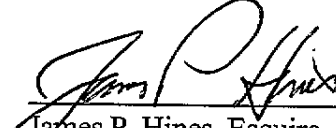

Witness

By: 
Bernardo F. Arenas, Jr., Trustee


Witness

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having being named as registered agent for ARCON PROPERTIES, LLP ("the Partnership"), a Florida limited partnership, in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statute §620.192.



James P. Hines, Esquire
Registered Agent

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned general partner of ARCON PROPERTIES, LLP ("the Partnership"), a Florida limited partnership, hereby certifies as follows pursuant to Florida Statute §620.108(1):

As of the date set forth hereinbelow, the amount of capital contributions of the limited partners of the Partnership is as follows: \$0.00

As of the aforesaid date, the total amount anticipated to be contributed by the limited partners of the Partnership is as follows: \$2,500,000

Under the penalties of perjury, I, Bernardo F. Arenas, Jr., as Trustee of the general partner of the Partnership, hereby declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

IN WITNESS WHEREOF, this Affidavit of Capital Contributions has been executed by the undersigned trustee of the general partner, this 2nd day of December, 1999.

BERNARDO F. ARENAS, JR. REVOCABLE TRUST

John P. Lino
Witness

By:

Bernardo F. Arenas, Jr.
Bernardo F. Arenas, Jr., Trustee

Colette Nadeau
Witness