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Florida Department of State
Division of Corporations
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To:

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From:

Account Name : NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.
Account Number : 073222003555
Phone : (561) 686-3307
Fax Number : (561) 686-5442

AL

FLORIDA LIMITED PARTNERSHIP

BLT Holdings, Ltd.

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$157.50 |

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BLT HOLDINGS, LTD.**

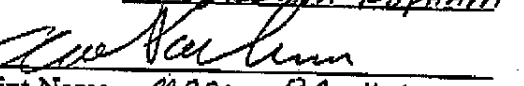
The undersigned, desiring to form a limited partnership in accordance with the Florida Revised Uniform Limited Partnership Act and being duly sworn does hereby certify as follows:

1. The name of the Partnership is BLT Holdings, Ltd..
2. The principal place of business of the Partnership is located at 125 Worth Avenue, Suite 302, Palm Beach, Florida 33480. The name of the Registered Agent of the Partnership at such address is Barbara Tolley.
3. The name and business address of the General Partner is as follows:
 BLT Enterprises, Inc. Fol-2477
 125 Worth Avenue, Suite 302
 Palm Beach, Florida 33480
4. The mailing address of the Partnership is 125 Worth Avenue, Suite 302, Palm Beach, Florida 33480.
5. The Partnership's existence shall begin upon the filing of this Certificate with the Department of State of Florida and shall continue until 12:00 o'clock noon on December 31, 2051, unless sooner terminated pursuant to the terms of the Limited Partnership Agreement.


IN WITNESS WHEREOF, the undersigned has executed this Certificate as a General Partner this 26th day of April, 2001.

Witnesses:


 Print Name: GEORGIA ROPHAM


 Print Name: MARK PACHMAN

GENERAL PARTNER:
BLT ENTERPRISES, INC., a Delaware corporation

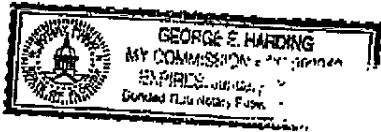
By 
Barbara Tolley, President

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STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 24 day of April, 2000, by BARBARA TOLLEY, as President of BLT ENTERPRISES, INC., who is not/is personally known to me, who has produced identification, and who did/did not take an oath.



[Handwritten Signature]

Notary Public

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AFFIDAVIT OF CAPITAL CONTRIBUTION

The undersigned, being the President of BLT ENTERPRISES, INC., a Delaware corporation, the General Partner of BLT HOLDINGS, LTD., a Florida limited partnership, hereby certifies that the limited partners of the Partnership will be contributing certain property to the Partnership, the value of which is \$10,000.00. A total capital contribution of \$10,000.00 is anticipated.

BLT ENTERPRISES, INC., a Delaware corporation

By: Barbara Tolley
Barbara Tolley, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Sworn to and subscribed before me this
2nd day of April, 2001.

George E. Harding
Notary Public

