

Division of Corporations

Page 1 of 1

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Account Number : 120000000130
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FLORIDA LIMITED PARTNERSHIP

SDP LIMITED PARTNERSHIP

Certificate of Status	0
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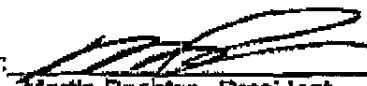
**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SDP LIMITED PARTNERSHIP, A FLORIDA LIMITED PARTNERSHIP**

The undersigned, desiring to form **SDP LIMITED PARTNERSHIP** a Florida limited partnership, under the provisions of Chapter 620 of the Florida Statutes, does hereby make, sign and swear the following Certificate, executed and filed pursuant to S 620.103, Fl. Stats., for that purpose:

1. The name of the limited partnership is **SDP LIMITED PARTNERSHIP**, a Florida Limited Partnership (the Limited Partnership").
2. The mailing address and principal place of business address of the Limited Partnership is 751 Park of Commerce Drive, Suite 128, Boca Raton, Florida 33487. The name and address of the Limited Partnership's agent for service of process is Nancy B. Colman, Esq., Baritz & Colman, LLP, 150 East Palmetto Park Road, Suite 750, Boca Raton, FL 33432.
3. The name and business address of the sole General Partner of the Limited Partnership is **SDP Inc.**, 751 Park of Commerce Drive, Suite 128, Boca Raton, Florida 33487. *104-10018*
4. The latest date upon which the Limited Partnership is to dissolve is 2054, unless otherwise set forth in the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned has executed and delivered this Certificate of Limited Partnership on January 20, 2004.

SDP INC.
Sole General Partner of **SDP LIMITED PARTNERSHIP**

By: 
Martin Pechter, President

Prepared By:
Nancy B. Colman, Esq.
Baritz & Colman, LLP
150 East Palmetto Park Road, Suite 750
Boca Raton, FL 33432

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF THE LIMITED PARTNERS OF
SDP LIMITED PARTNERSHIP, A FLORIDA LIMITED
PARTNERSHIP**

Before me, the undersigned authority, personally appeared Martin Pechter, the President of SDP, INC., the General Partner of SDP LIMITED PARTNERSHIP, who, being first duly sworn deposes and says:

1. That the limited partnership known as SDP LIMITED PARTNERSHIP, currently has two (2) limited partners.
2. The total amount of cash contributed by the limited partners of SDP LIMITED PARTNERSHIP is One Hundred and no/100 Dollars (\$100.00) cash.
3. The total of cash and property anticipated to be contributed by members is \$100.00. This amount includes amounts from Paragraphs 2 and 3 above. This amount however, may be amended at a later date.

Further, Affiant sayeth naught.

SDP, INC.
Sole General Partner of SDP LIMITED
PARTNERSHIP

By: [Signature]
Martin Pechter, President

State of Florida
County of Palm Beach

The foregoing instrument was acknowledged before me this 21st day of January 2004, by Martin Pechter who (X) is personally known to me or, () who has produced as identification.

NOTARY SEAL



Clerk Jay Wigdorn
My Commission 00041590
Expires July 11 2005

[Signature]
Notary Public
7/11/05
My Commission Expires:

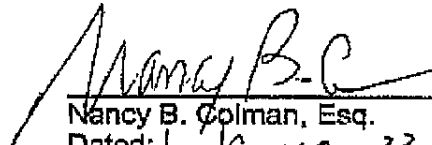
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**CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND
REGISTERED OFFICE FOR SERVICE OF PROCESS**

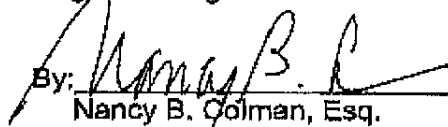
In compliance with Section 48.091, Florida Statutes, the following is submitted:

1. That ~~SLP~~ Limited Partnership, desiring to organize under the laws of the State of Florida, has named Nancy B. Colman, of Baritz & Colman, LLP, located at 150 East Palmetto Park Road, Suite 750, Boca Raton, Florida 33432, as its agent to accept service of process within Florida.


Nancy B. Colman, Esq.
Dated: January 22, 2004

2. That, having been named to accept service of process for the above-stated limited partnership, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of Chapter 48.091, F.S., relative to keeping open said office.

BARITZ & COLMAN, LLP.
Registered Agent

By: 
Nancy B. Colman, Esq.
Dated: January 22, 2004

Prepared by:
Nancy B. Colman, Esq.
Baritz & Colman, LLP.
150 East Palmetto Park Road, Suite 750
Boca Raton, FL 33432

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