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Broad and Cassel->

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Division of Corporations

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Florida Department of State  
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MAINSTREET COMPASS, LTD.

Certificate of Status	1
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7777 GLADES ROAD  
SUITE 300  
BOCA RATON, FLORIDA 33434  
TELEPHONE: 561.483.7000  
FACSIMILE: 561.483.7321  
www.broadandcassel.com

TELECOPIER TRANSMITTAL

DATE: Tuesday, May 23, 2006 1:57:54 PM  
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BOCA RATON FT LAUDERDALE MIAMI ORLANDO TALLAHASSEE TAMPA WEST PALM BEACH

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Fax Audit Number: 006000141447 3**CERTIFICATE OF LIMITED PARTNERSHIP****OF****MAINSTREET COMPASS, LTD.,**  
a Florida limited partnership

The undersigned general partner, desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is MAINSTREET COMPASS, LTD. (the "Partnership").
2. The address of the office of the Partnership is One Financial Plaza, Suite 102, Fort Lauderdale, Florida 33394.
3. The name and address of the agent for service of process on the Partnership is Mainstreet Compass, Inc., One Financial Plaza, Suite 102, Fort Lauderdale, Florida 33394.
4. The name and business address of each general partner is as follows:

Mainstreet Compass, Inc.	One Financial Plaza, Suite 102
PC0-71458	Fort Lauderdale, Florida 33394
5. The mailing address of the Partnership is One Financial Plaza, Suite 102, Fort Lauderdale, Florida 33394.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by the sole General Partner of Mainstreet Compass, Ltd. this 22nd day of May, 2006.

GENERAL PARTNER:

MAINSTREET COMPASS, INC.,  
a Florida corporationBy: 

Paul J. Kilgallon, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Mainstreet Compass, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

## REGISTERED AGENT:

MAINSTREET COMPASS, INC.,  
a Florida corporation

By: Paul J. Kilgallon, President

192377

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