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MARY F. FENDLE
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February 19, 2007

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

FILED
07 FEB 20 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Certificate of Limited Partnership for Compimento - USA LLLP

Gentlemen:

Enclosed for filing are an original and one copy of a Certificate of Limited Partnership for Compimento - USA LLLP. Also enclosed are two checks totaling \$1,052.50 in payment of the \$1,000.00 filing fee and \$52.50 fee for a certified copy.

After the Certificate of Limited Partnership has been filed, please return the certified copy to:

Mary F. Fendle, Paralegal
Dean Mead
P. O. Box 2346
Orlando, Florida 32802-2346

For further information concerning this filing, please call me at (407) 428-5119.

Sincerely,

Mary F. Fendle
Mary F. Fendle, Paralegal

:mf

Enclosures

cc: Teresa S. Sherrard w/enclosures
Alan H. Daniels, Esq. w/enclosures

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR
FLORIDA LIMITED PARTNERSHIP
OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

1. Compimento - USA LLLP

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
*Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.*

2. 300 International Pkwy., Suite 270
(Street address of initial designated office)

Heathrow, FL 32746-5028

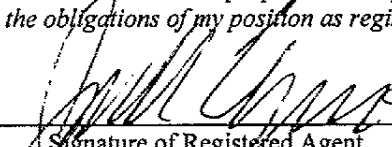
3. James M. Campisi
(Name of Registered Agent for Service of Process)

4. 300 International Pkwy., Suite 270
(Florida street address for Registered Agent)

Heathrow, FL 32746-5028

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TALLAHASSEE FLORIDA
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5. *I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



Signature of Registered Agent

6. 300 International Pkwy., Suite 270
(Mailing address of initial designated office)

Heathrow, FL 32746-5028

7. If limited partnership elects to be a limited liability limited partnership, check box

8. Name and business address of each general partner:

Name:

Business Address:

Imprenditore - USA, Inc.

300 International Pkwy., Suite 270

Heathrow, FL 32746-5028

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TALLAHASSEE FLORIDA

9. Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date the document is filed by the Florida Department of State.)

Signed this 14 day of February, 2007

Signature of each general partner:

Imprenditore - USA, Inc.

By: _____

James M. Campisi, President

Filing Fees:

\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)

Certified Copy (optional):

\$52.50

Certificate of Status (optional):

\$8.75