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**FLORIDA/FOREIGN LP/LLP
GF Family Holdings, LLLP**

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JAN 20 2010

EXAMINER

**CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
GF FAMILY HOLDINGS, LLLP**

The undersigned, in forming a Florida limited liability limited partnership under the Florida Revised Uniform Limited Partnership Act of 2005, as amended, Chapter 620 of the Florida Statutes, hereby adopts the following Certificate of Limited Liability Limited Partnership:

1. The name of the limited liability limited partnership is **GF FAMILY HOLDINGS, LLLP** (hereinafter, the "Partnership").
2. The mailing and principal address of the Partnership is c/o Ferguson Property Group, Inc., 1910 Madison Avenue, #523, Memphis, Tennessee 38104.
3. The name and street address of the initial registered agent of the Partnership are **CORPORATION SERVICE COMPANY, 1201 Hays Street, Tallahassee, Florida 32301.**
4. The name and business address of the general partner of the Partnership are **GF FAMILY INVESTMENTS, LLC, c/o Ferguson Property Group, Inc., 1910 Madison Avenue, #523, Memphis, Tennessee 38104.** *L10000005589*
5. The Partnership is a limited liability limited partnership.

Under penalties of perjury the undersigned has read the foregoing and knows the contents thereof and that the facts herein are true and correct.

Signed this 15th day of January, 2010.

GENERAL PARTNER:

GF FAMILY INVESTMENTS, LLC

By: Glenn Ferguson
GLENN FERGUSON, Member, Manager

By: **THE FERGUSON 2010 FAMILY TRUST U/I/D EFFECTIVE 1/12/10,**
Member, Manager

By: Richard Sudduth
RICHARD SUDDUTH, Trustee


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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for **GF FAMILY INVESTMENTS, LLC** at the place designated in Article III of the Articles of Organization, **CORPORATION SERVICE COMPANY** hereby accepts the appointment as registered agent, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties. **CORPORATION SERVICE COMPANY** is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

CORPORATION SERVICE COMPANY

By:  **Jeanine Reynolds**
Name: _____ **as its agent**
Date: January 15, 2010

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