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OCT 03 2016

Date: 09/29/2016

Account #: I20000000088

Name: KEN HOWELL

Reference #: D291774

ENTITY NAME: MORNINGSTAR PARTNERS LLLP

☒ Articles of Incorporation/Authorization to Transact Business

FILE 2nd, 2 of 2

☐ Amendment

☐ Annual Report

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other: \_\_\_\_\_

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Authorized Amount: \$1,000-

Signature: [Signature]

**CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP**  
**OF**  
**MORNINGSTAR PARTNERS LLLP**

The undersigned, acting as organizer of a Limited Liability Limited Partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act hereby adopts the following certificate for such Limited Liability Limited Partnership:

1. The name of the Limited Liability Limited Partnership is MORNINGSTAR PARTNERS LLLP (the "Partnership").

2. The address of the office of the Partnership at which place the records shall be maintained is: c/o AMG, 777 South Flagler Drive, 12<sup>th</sup> Floor, East Tower, West Palm Beach, Florida 33401.

3. The street address of the initial registered office of the Partnership is 600 Brickell Avenue, Suite 3500, Miami, Florida 33131, and the name of the initial registered agent of the Company at that address is GY Corporate Services, Inc.

4. The name and address of the General Partner is Morningstar Partners GP LLC, a Florida limited liability company, c/o AMG, 777 South Flagler Drive, 12<sup>th</sup> Floor, East Tower, West Palm Beach, Florida 33401.

5. The mailing address for the Partnership is c/o AMG, 777 South Flagler Drive, 12<sup>th</sup> Floor, East Tower, West Palm Beach, Florida 33401.

6. The Partnership elects to be a limited liability limited partnership.

7. The term of the Partnership shall commence on the date of filing of this Certificate with the Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned General Partner has hereto executed this Certificate this 29<sup>th</sup> day of September, 2016.

GENERAL PARTNER:

MORNINGSTAR PARTNERS GP LLC, a  
Florida limited liability company

/s/ Stephen G. Vogelsang

By: \_\_\_\_\_  
Stephen G. Vogelsang, Authorized Person

*On behalf of the General Partner, I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

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### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, GY Corporate Services, Inc. hereby accepts the appointment as registered agent and agrees to act in this capacity. GY Corporate Services, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and GY Corporate Services, Inc. is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 607.0505, F.S.

GY CORPORATE SERVICES, INC.

/s/ William J. Hyland

By:

Name: William J. Hyland

Title: Vice President

Dated: September 29, 2016

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TALLAHASSEE, FLORIDA

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