



Fax Audit Number: H00000066562 0

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
BAINBRIDGE WESTON, 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 Bainbridge Weston, Ltd. (the "Partnership").
2. The address of the office of the Partnership is 12791 West Forest Hill Blvd., Suite 5B, Wellington, Florida 33414.
3. The name and address of the agent for service of process on the Partnership is Bainbridge Weston, Inc., 12791 West Forest Hill Blvd., Suite 5B, Wellington, Florida 33414.
4. The name and business address of each general partner is as follows:  

Bainbridge Weston, Inc.	12791 West Forest Hill Boulevard Suite 5B Wellington, Florida 33414
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5. The mailing address of the Partnership is 12791 West Forest Hill Boulevard, Suite 5B, Wellington, Florida 33414.
6. The latest date upon which the Partnership will dissolve is December 31, 2049.

The execution of this certificate by the undersigned General Partner constitutes 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 Bainbridge Weston, Ltd. this 20<sup>th</sup> day of December, 2000.

GENERAL PARTNER:

BAINBRIDGE WESTON, INC.,  
a Florida corporation

By:   
Richard A. Schechter, President

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Bainbridge Weston, 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.

BAINBRIDGE WESTON, INC.,  
a Florida corporation

By   
Richard A. Schechter, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the sole general partner of Bainbridge Weston, Ltd., a Florida limited partnership, certifies as follows:

1. The amount of capital contributions to date of the limited partners is \$100.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.

Executed this 20<sup>th</sup> day of December, 2000.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

BAINBRIDGE WESTON, INC.,  
a Florida corporation

By:   
Richard A. Schechter, President

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