

Spottswood Companies, Inc.

506 Fleming Street
Key West, FL 33040

(305) 294-6100

Fax (305) 294-6122

www.spottswood.com

SPOTTSWOOD
A01 000001212

September 6, 2001

BY FEDERAL EXPRESS

Gretchen Harvey
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: SH4, LTD.

200004582402--4
-09/11/01--01024--003
***1846.25 ***1846.25

Dear Ms. Harvey:

Enclosed is an original and one copy of the certificate of limited partnership of SH4, LTD. and a check for \$1,846.25 for the filing fee, a certified copy and certificate of good standing. Please return the certificate and a certified copy to the undersigned. Thank you.

Kind regards,

SPM

Shelley Pelcher

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Encl.

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A01-1212
\$1785.00-LP
\$61.25-CC
OK 9/11

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SH4, LTD.
A FLORIDA LIMITED PARTNERSHIP**

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

1. The name of the limited partnership is SH4, LTD., a Florida limited partnership.
2. The address of the office of the limited partnership is 506 Fleming Street, Key West, Florida 33040.
3. The name and address of the agent for service of process on the limited partnership is Robert A. Spottswood, 506 Fleming Street, Key West, Florida 33040.
4. The name and business address of the General Partner is:

SH4, Inc. ✓ *P010000 88895*
506 Fleming Street
Key West, Florida 33040
5. The mailing address of the limited partnership is 506 Fleming Street, Key West, Florida 33040.
6. The latest date upon which the limited partnership shall dissolve is December 31, 2049.
7. See attached Affidavit of Limited Partner's Capital Contributions.

The execution of the Certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole General Partner this 7th day of September, 2001.

"General Partner"

SH4, Inc., a Florida corporation

By: [Signature]

Robert A. Spottswood, President

SWORN TO AND SUBSCRIBED before me this 7th day of September, 2001, by Robert A. Spottswood, as the President of SH4, Inc., the general partner of SH 4, LTD., who is personally known to me or has produced _____ as identification.

(NOTARY SEAL)



[Signature]
(Notary Signature)

Shelley F. Pelcher
(Notary Name Printed)

NOTARY PUBLIC

Commission No. CC897488

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process and serve as registered agent for SH4, LTD., a Florida limited partnership, in the foregoing Certificate of Limited Partnership, the undersigned, by and through its duly elected officer, hereby agrees to accept service of process for said limited partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

"Registered Agent"

[Signature]

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS.
COUNTY OF Monroe)

BEFORE ME, the undersigned personally appeared Robert A. Spottswood, as the President of SH4, Inc., the sole general partner of SH4, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being duly sworn, certifies as follows:

1. The amount of capital contributions to the Partnership made to date by the limited partners is \$1000.00.
2. The total amount of capital contributions contributed and anticipated to be contributed by the limited partners is in excess of \$1,000,000.00.

FURTHER AFFIANT SAYETH NOT.

Under 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.

Dated: 9/7, 2001.

"General Partner"

SH4, Inc., a Florida
corporation

By: [Signature]
Robert A. Spottswood, President

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01 SEP 11 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SWORN TO AND SUBSCRIBED before me this 7th day of September, 2001,
by Robert A. Spottswood, as the President of SH4 Inc., the general partner of SH 4, LTD., who is
personally known to me or has produced _____ as identification.

(NOTARY SEAL)

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[Signature]
(Notary Signature)
Shelley F Pelcher
(Notary Name Printed)
NOTARY PUBLIC
Commission No. CC897488