Florida Department of State

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CERTIFICATE OF LIMITED PARTNERSHIP OF CLEARLAKE LAND HOLDINGS, LTD.

The undersigned desiring to form a limited partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), hereby states the following:

Name of Limited Partnership. The name of the limited partnership is:

Clearlake Land Holdings, Ltd. (the "Partnership").

02 FEB

2. Address of the Partnership. The office address of the Partnership is located at:

321 East Hillsbore Blvd. Deerfield Beach, Florida 33441

3. Registered Agent and Office. The name and address of the Registered Agent of the Partnership for service of process are:

Brian Street c/o Boca Developers, Inc. 321 East Hillsboro Blvd. Deerfield Beach, Florida 33441

4. <u>Name and Address of the General Partner</u>. The name and address of the General Partner of the Partnership are:

GP-Clearlake, Inc. PO Q - 18 265
321 East Hillsboro Blvd.
Decrifield Beach, Florida 33441

5. Mailing Address of the Partnership. The mailing address of the Partnership is:

321 East Hillsboro Blvd. Decrifield Beach, Florida 33441

6. <u>Dissolution of the Partnership</u>. The latest date upon which the Partnership is to dissolve is December 31, 2032.

The execution of this Certificate of Limited Partnership by the undersigned General Partner of the Partnership constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Partnership this Miday of February, 2002.

GP-CLEARLASE, INC.

a Florida corporarion, General Partner

By:

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP, AT THE PLACE DESIGNATED IN SECTION 3 OF THIS CERTIFICATE OF LIMITED PARTNERSHIP, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

Dated this 19th day of February, 2002.

Brian Etreet, Registered Agent

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned constituting the General Partner of Clearlake Land Holdings, Ltd., a Florida limited partnership, certifies:

- The amount of capital contributions to date of the limited partners is \$1,000.00.
- The total amount contributed and anticipated to be contributed by the limited partners at this time is \$1,000.00.

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.

Dated: February 19th 2002.

General Partner:

GP-CLEARLAKE, a Florida corporation

Bv

Brian Street, President