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Feb-12-2003 01:58pm

From-RUDEN MCCLOSKEY

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Florida Department of State  
Division of Corporations  
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## FLORIDA LIMITED PARTNERSHIP

DSS Plymouth, Ltd.

DIVISION OF CORPORATION

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Certificate of Status	1
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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
DSS PLYMOUTH, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership is DSS Plymouth, Ltd. (the "Partnership").  
2. The address of the office in Florida at which will be kept the records of the Partnership that are required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is 7777 Glades Road, Suite 201, Boca Raton, Florida 33434.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act are, Melissa Crowe, 7777 Glades Road, Suite 201, Boca Raton, Florida 33434.

4. The name and business address of the General Partner of the Partnership are SC United LLC, 7777 Glades Road, Suite 201, Boca Raton, Florida 33434.

5. A mailing address for the Partnership is 7777 Glades Road, Suite 201, Boca Raton, Florida 33434.

6. The latest date upon which the Partnership is to dissolve is twenty-five (25) years following the filing of this Certificate of Limited Partnership, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

7. The Partners in the Partnership shall be entitled (a) to vote on any Major Decision (defined below) and (b) to share in all allocations and distributions of profits, losses, income, and

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expense, in each case, in proportion to their respective percentages of ownership in the Partnership.  
A Major Decision is a decision for the Partnership (a) to borrow money, admit a new Partner, sell or acquire an asset, amend this Certificate or (b) that could result in a termination or dissolution of the Partnership.

8. The General Partner, acting alone, shall manage all day-to-day business affairs of the Partnership that do not involve a Major Decision.

9. No Partner may assign its interest in the Partnership, either directly or indirectly, to an unrelated third party, without the consent of the other Partners.

IN WITNESS WHEREOF, the undersigned, being the general partner of the Partnership, has duly executed this Certificate of Limited Partnership of DSS Plymouth, Ltd., this 10<sup>th</sup> day of February, 2003, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNER:

SC UNITED LLC

By:

Jeffrey L. Schmier, Manager

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**ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of DSS Plymouth, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that she is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act (1986).

DATED: February 10, 2003.

  
Melissa Crowe

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**AFFIDAVIT DECLARING AMOUNT OF  
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF  
DSS PLYMOUTH, LTD.**

The undersigned, being the General Partner of DSS Plymouth, Ltd. (the "Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$150,000.00. No additional capital contributions are anticipated to be made by the limited partners.

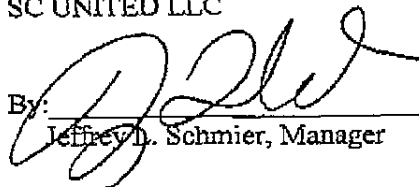
It is the intention of the Partnership that this Affidavit be filed with the Department of State of the State of Florida, along with the Certificate of Limited Partnership.

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:

SC UNITED LLC

By:   
Jeffrey L. Schmier, Manager

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