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March 28, 2003

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

BD Rose, Ltd.

Filing Evidence

☐ Plain/Confirmation Copy

☒ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

Retrieval Request

☐ Photocopy

☐ Certified Copy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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STATE
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BD ROSE, LTD.
CERTIFICATE OF LIMITED PARTNERSHIP

Pursuant to § 620.108 of the Florida Statutes, the undersigned person, desiring to form a Florida Limited Partnership, hereby swears to and affirms as follows:

1. The name of the Limited Partnership shall be BD Rose, Ltd.
2. The character of the business is the acquisition, development, ownership, renting, operation, and/or disposition by sale or exchange of real and/or personal property and/or any other lawful enterprise.
3. The location of the principal place of business is 5865 S.W. 118th Street, Coral Gables, Florida 33156. The name and address of the agent for service of process is ATRIUM REGISTERED AGENTS, INC., 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

4. The name and business address of the General Partner shall be as follows:

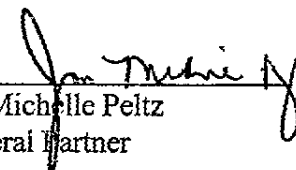
Jan Michelle Peltz
5865 S.W. 118th Street
Coral Gables, FL 33156

5. The mailing address for the Limited Partnership shall be as follows:

5865 S.W. 118th Street
Coral Gables, FL 33156

6. The term of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Secretary of State of the State of Florida, and it shall continue for fifty (50) years from such filing, unless otherwise terminated or extended in accordance with the provisions of the Partnership Agreement.

IN WITNESS WHEREOF, the party hereto has executed this Certificate of Limited Partnership on the 25 day of March, 2003, effective upon filing same with the Florida Department of State.



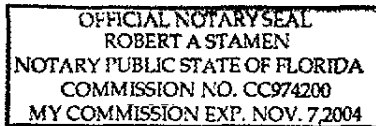
Jan Michelle Peltz
General Partner

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 25th day of March, 2003, by Jan Michelle Peltz, who did execute the foregoing Certificate of Limited Partnership as the General Partner, who is personally known to me, or ~~who has produced~~ N/A as identification and being first duly sworn, acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

Robert A. Stamen

Signature - NOTARY PUBLIC



ROBERT A. STAMEN

Printed Name of NOTARY PUBLIC

Commission Number

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SEAL STATE
MIAMI-DADE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for BD Rose, Ltd., a Florida limited partnership in the foregoing Certificate of Limited 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.

REGISTERED AGENT

ATRIUM REGISTERED AGENTS, INC.

BY:

Robert A. Stamen
Robert A. Stamen, Vice President

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Jan Michelle Peltz as the general partner of BD Rose, Ltd., a Florida limited partnership (hereinafter referred to as the "Partnership"), who upon being sworn, certified as follows:

The amount of initial capital contributions of the limited partners is \$100. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$6,000,000.

This 25 day of March, 2003.

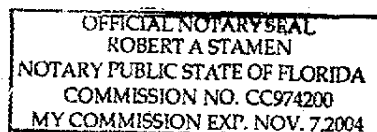
FURTHER AFFIANT SAYETH NAUGHT.

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


Jan Michelle Peltz
General Partner

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 25th day of MARCH, 2003, by Jan Michelle Peltz who did execute the foregoing Affidavit of Capital Contributions as the General Partner, who is personally known to me, or who has produced DIA as identification, and being first duly sworn, acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.




Signature - NOTARY PUBLIC

ROBERT A. STAMEN
Printed Name of NOTARY PUBLIC

Commission Number