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ADMITTED IN FLORIDA,
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April 15, 2003

SENT VIA OVERNIGHT MAIL

Florida Department of State
Division of Corporations
Attention: New Filing Section
409 East Gaines Street
Tallahassee, Florida 32301

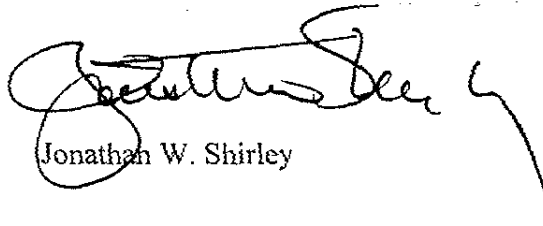
Re: Sain's Olde World Desserts, LLLP

Gentlemen:

Enclosed is one (1) original and one (1) copy of the Certificate of Limited Partnership, Affidavit of Capital Contributions, and a Statement of Qualification for Florida Limited Liability Limited Partnership in the above-referenced matter. I have also enclosed a check in the amount of One Hundred Seventy Two Dollars (\$172.00) in payment of the Fifty Two Dollars and Fifty Cents (\$52.50) filing fee, Thirty Five Dollars (\$35.00) fee for designation of registered agent; Fifty Two Dollars and Fifty Cents (\$52.50) for the Certified Copy; Twenty Five Dollars (\$25.00) for the filing fee for the Statement of Qualification, and Seven Dollars (\$7.00) for the contribution fee. Once the Limited Liability Limited Partnership has been filed, a certified copy should be returned to this office.

If you have any questions, please contact me. Thank you.

Sincerely,



Jonathan W. Shirley

JWS/lp
Enclosures
cc: Mr. Gary Sain (with enclosures)

FILED
03 APR 17 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SAIN'S OLDE WORLD DESSERTS, LLLP
CERTIFICATE OF LIMITED PARTNERSHIP

03 APR 17 11:41 AM
SECRETARY OF DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA
RECEIVED

The undersigned General Partners file this Certificate of Limited Partnership of Sain's Olde World Desserts, LLLP with the Florida Department of State in order to form a Limited Liability Limited Partnership pursuant to §620.108 of the Florida Revised Limited Partnership Act (1986) (the "Act").

1. Name. The name of the limited partnership is Sain's Olde World Desserts, LLLP.
2. General Partners. The name and the business address of the General Partners of the Limited Partnership are:

Gary Sain	102 East Lake Colony Estates, Maitland, Florida, 32751
Pamela Sain	102 East Lake Colony Estates, Maitland, Florida, 32751
3. Recordkeeping Office. The address of the office at which the records of the partnership are maintained pursuant to the Act is 102 East Lake Colony Estates, Maitland, Florida 32751.
4. Registered Agent and Registered Office. The name and address of the agent for service of process is Jonathan W. Shirley, 171 Circle Drive, Maitland, Florida, 32751.
5. Partnership Mailing Address. The mailing address for the limited partnership is 102 East Lake Colony Estates, Maitland, Florida 32751.
6. Latest Dissolution Date. The latest date upon which the limited partnership is to dissolve is December 31, 2050.
7. Affirmation. The General Partners hereby acknowledge that pursuant to the Act:
 - (a) The execution of this Certificate by the General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true;
 - (b) The General Partners accept the liability imposed by the Act on a General Partner for a false statement contained in this Certificate; and
 - (c) If, after the execution of this Certificate, the General Partners know that any arrangement or other fact described in this Certificate has changed, making the statement inaccurate

in any material respect, the General Partners will forthwith cause this Certificate to be canceled or amended, or file a petition for its cancellation or amendment pursuant to the Act.

Executed this 15th day of April, 2003.

By: 
Gary Sain, General Partner

By: 
Pamela Sain, General Partner

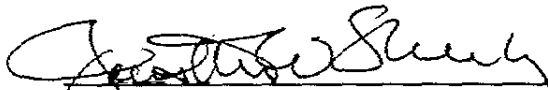
FILED
03 APR 17 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent are:

Jonathan W. Shirley
171 Circle Drive
Maitland, Florida 32751

Having been named as registered agent and to accept service of process for the above stated Limited Partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Jonathan W. Shirley, Registered Agent

SAIN'S OLDE WORLD DESSERTS, LLLP

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

03 APR 17 PM 4:00
FILED
SECRETARY OF REVENUE
TALLAHASSEE

1. Capital Contributions. The undersigned General Partners of Sain's Olde World Desserts, LLLP declare the total amount of the Capital Contributions of the Limited Partners to the Limited Partnership to be 0 (\$ 0) and the total amount of Capital Contributions contributed and anticipated at this time to be contributed by the Limited Partners to the Limited Partnership to be FIVE THOUSAND (\$ 5,000).

2. Affirmation. The General Partners hereby acknowledge that pursuant to the Act:

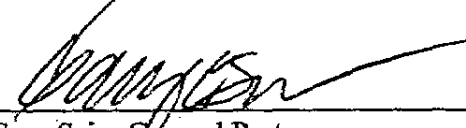
(a) The execution of this Affidavit by the General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

(b) The General Partners accept the liability imposed by the Act on a General Partner for a false statement contained in this Affidavit.

(c) If, after the execution of this Affidavit, the General Partners know that any fact described in this Affidavit has changed, making the statement inaccurate in any material respect, the General Partners will forthwith cause this Affidavit to be supplemented by filing a supplemental affidavit with the Department of State pursuant to the Act.

Executed by the General Partners on the date set forth below.

Dated this 15th day of April, 2003.

By: 
Gary Sain, General Partner

By: 
Pamela Sain, General Partner