

FROM HOLLAND & KNIGHT TAMPA

(WED) 4.23.03 14:11/ST 14:11/NO. 426095773 P 1

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FLORIDA LIMITED PARTNERSHIP

The Girls' Team, Ltd.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$1,837.50

JB
4-23-03

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Sections 620.101-620.186, Florida Statutes, hereby states the following:

1. The name of the Partnership is "The Girls' Team, Ltd."
2. The address of the office of the Partnership, as referred to in Section 620.105, Florida Statutes, is 1006 Bay Avenue, Clearwater, Florida, 33756, and the name and address of the agent for service of process on the Partnership shall be The Mother Ship, LLC, 1006 Bay Avenue, Clearwater, Florida, 33756.
3. The name and business address of the General Partner is:

Name	Address
The Mother Ship, LLC LO5000013936	1006 Bay Avenue Clearwater, Florida 33756
4. The mailing address for the Partnership is 1006 Bay Avenue, Clearwater, Florida, 33756.
5. The Partnership shall terminate no later than December 31, 2053.
6. A conveyance or encumbrance of real property or any interest therein held in the name of the Partnership, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership name by any General Partner.

[SIGNATURE PAGES TO FOLLOW]

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SIGNATURE PAGE FOR GENERAL PARTNER

IN WITNESS WHEREOF, the undersigned acknowledges that it approves and agrees to be bound by the terms of this Certificate of Limited Partnership and acknowledges that, to the best of its knowledge, information and belief, the matters and facts set forth herein are true in all material respects, and that it has executed this Certificate on April 22, 2003.

General Partner

THE MOTHER SHIP, LLC

By: Sarah W. Guthrie; Member
Sarah W. Guthrie, Member

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TALLAHASSEE, FLORIDA

FROM HOLLAND & KNIGHT TAMPA

(WED) 4.23'03 14:12/ST. 14:11/NO. 4260953758 P 4

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the sole general partner of The Gide' Team, Ltd., a Florida limited partnership, certifies:

The amount of the capital contribution to date of the limited partner of the Partnership is \$0.

The total amount anticipated to be contributed by the limited partner at this time totals \$2,000,000.

Signed this 22nd day of April, 2002.

FURTHER AFFIANT SAYETH NOT.

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

THE MOTHER SHIP, LLC

By: Sarah W. Guthrie, Member
Sarah W. Guthrie, Member

GENERAL PARTNER

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for The Girls' Team, Ltd., a Florida limited partnership in the foregoing Certificate of Limited Partnership, the Company hereby accepts the appointment and agrees to act in that capacity. The Company further agrees to comply with any and all statutes relative to the complete and proper performance of the duties of a registered agent.

REGISTERED AGENT:

The Mother Ship, LLC

Date: April 22nd, 2003

Sarah W. Guthrie
Sarah W. Guthrie, Member

TPA1 #1286391 v1

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