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| (Requestor's Name)                      | • |
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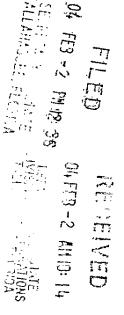
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February 2, 2004

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

| PNP Investments, Ltd. |  |          |  |  |  |  |
|-----------------------|--|----------|--|--|--|--|
|                       |  |          | <u>ව</u>   |  |  |  |
|                       | Filing Evidence  □ Plain/Confirmation Co     | ру       | Type of Document  Certificate of Status  |  |  |  |
|                       | □ Certified Copy                             |          | □ Certificate of Good Standing □ Articles Only   |  |  |  |
|                       | Retrieval Request  Photocopy  Certified Copy |          | <ul> <li>□ All Charter Documents to Include Articles &amp; Amendments</li> <li>□ Fictitious Name Certificate</li> <li>□ Other</li> </ul> |  |  |  |
|                       | NEW FILINGS                                  |          | AMENDMENTS   |  |  |  |
|                       | Profit                                       |          | Amendment  |  |  |  |
|                       | Non Profit                                   |          | Resignation of RA Officer/Director   |  |  |  |
|                       | Limited Liability                            |          | Change of Registered Agent   |  |  |  |
|                       | Domestication                                |          | Dissolution/Withdrawal   |  |  |  |
|                       | Other  |          | Merger   |  |  |  |
|                       |  |          |  |  |  |  |
|                       | OTHER FILINGS                                |          | REGISTRATION/QUALIFICATION   |  |  |  |
|                       | Annual Reports                               |          | Foreign  |  |  |  |
|                       | Fictitious Name                              |          | Limited Liability  |  |  |  |
|                       | Name Reservation                             | <u>_</u> | Reinstatement  |  |  |  |
|                       | Reinstatement                                |          | Trademark  |  |  |  |
| X                     | LP   |          | Other  |  |  |  |

## PNP INVESTMENTS, LTD. CERTIFICATE OF LIMITED PARTNERSHIP

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

- 1. The name of the Limited Partnership shall be PNP INVESTMENTS, 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 6200 S.W. 120<sup>th</sup> Street, Pinecrest, 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:

Douglas Raymond Parent 6200 S.W. 120<sup>th</sup> Street Pinecrest, Florida 33156

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

PNP INVESTMENTS, LTD. 6200 S.W. 120<sup>th</sup> Street Pinecrest, Florida 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 23th day of Decimes. 2003, effective upon filing same with the Florida Department of State.

By:

QUGLAS RAYMOND PARENT,

NVESTMENTS, LTD.

General Partner

| STATE OF FI  | LORIDA                 |  | )                             |                             |                                 |                             |                               |                         |                              |                  |     |
|--|------------------------|--|-------------------------------|-----------------------------|---------------------------------|-----------------------------|-------------------------------|-------------------------|------------------------------|------------------|-----|
| COUNTY OF  | MIAMI-D                | ADE  | ) SS:<br>)                    |                             |                                 |                             |                               |                         |                              |                  |     |
| The DECEMBER foregoing Cert or who has probefore me that | ificate of Loduced wkn | da driver u  | OUGLAS<br>ership as ti        | RAY<br>he Gen<br>tification | MOND<br>teral Part<br>on, and b | PARE<br>ner, wh<br>eing fir | ENT,<br>to is post<br>st duly | who<br>ersona<br>y swor | did ex<br>lly kno<br>n, ackn | ecute<br>wn to i | me, |
|  |                        |  |                               | s                           | gignature                       | noct                        | Kel<br>ARY I                  | Ma<br>PUBL              | IC IC                        | <del></del>      |     |
|  | NOTAR'                 | OFFICIAL NOTAR DEENA HEILM Y PUBLIC STATE MMISSION NO. DMMISSION EXP | IAN<br>OF FLORIDA<br>CC972748 |                             | Trinted N                       | NA  <br>ame of              |                               |                         |                              | <del>.</del>     |     |

Commission Number

### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for PNP INVESTMENTS, LTD., a Florida limited partnership in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree 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, Vice President

Robert a. Stonen

### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared DOUGLAS RAYMOND PARENT, the General Partner of PNP INVESTMENTS, 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 amount contributed and anticipated to be contributed totals   Dollars (\$ |   |
|--|---|
| This 23 day of Dichuse   | 003.  |
| FURTHER AFFIANT SAYETH NAUGHT.   |   |
| Under penalties of perjury, I declare that I have to the best of my knowledge and belief.                                | e read the foregoing and the facts alleged are true,                    |
| By:  | PNP INVESTMENTS, LTD.  DOUGLAS RAYMOND PARENT, General Partner          |
| STATE OF FLORIDA ) ) SS: COUNTY OF MIAMI-DADE )  |   |
|  | on, and being first duly sworn, acknowledged                            |
| OFFICIAL NOTARY SEAL DEENA HEILMAN NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC972748 MY COMMISSION EXP. NOV. 7,2004 | Signature - NOTARY PUBLIC  DEENA HEILMAN  Printed Name of NOTARY PUBLIC |
|  | Commission Number   |