

Division of Corporations

A040000000281

Florida Department of State
Division of Corporations
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Fax Number : (850) 205-0383

From:

Account Name : UCC FILING & SEARCH SERVICES, INC.
Account Number : I19980000054
Phone : (850) 681-6528
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FLORIDA LIMITED PARTNERSHIP

Three Pearls, Ltd.

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$140.00 |

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DIVISION OF CORPORATION

A04-281



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 12, 2004

UCC FILING & SEARCH SERVICES, INC.

SUBJECT: THREE PEARLS, LTD.
REF: W04000005967

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Letter Number: 904A00009607

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

CERTIFICATE OF LIMITED PARTNERSHIP OF
THREE PEARLS, LTD.

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Section 620.108 of the Florida Statutes, hereby state the following:

1. The name of the partnership is: **THREE PEARLS, LTD.**
2. The location of the principal place of business of the partnership is: **c/o BRIAN M. O'CONNELL, ESQ., 515 North Flagler Drive, Suite 1800, West Palm Beach, Florida, 33401.**
3. The name and location of the registered agent is as follows: **BRIAN M. O'CONNELL, ESQ., 515 North Flagler Drive, Suite 1800, West Palm Beach, Florida 33401.**
4. The names and business address of the General Partner is set forth below:
TARA EDEN PEARL, INC.
c/o BRIAN M. O'CONNELL, ESQ.
515 North Flagler Drive, Suite 1800
West Palm Beach, Florida 33401
5. The mailing address of the Partnership is **515 North Flagler Drive, Suite 1800, West Palm Beach, Florida, 33401.**
- 6.
7. The latest date upon which the Partnership shall dissolve is **January 1, 2034.**
8. The effective date of this Certificate of Limited Partnership is **February 23, 2004.**
9. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by the General Partner.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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IN WITNESS WHEREOF, this certificate of Limited Partnership has been executed by the
General Partner of THREE PEARLS, LTD., this 6th day of February, 2003.

TARA EDEN PEARL, INC.
General Partner

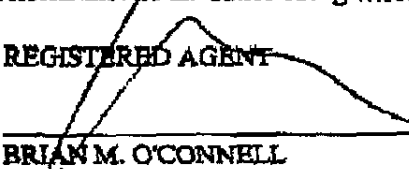
By: 

TARA PEARL, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for THREE PEARLS, LTD., a Florida Limited Partnership (the "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


BRIAN M. O'CONNELL

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting all of the general partners of THREE PEARLS, LTD., a Florida limited partnership, certify:

- (1) The amount of capital contributions to date of the limited partners is
\$100.00.
- (2) The total amount contributed and anticipated to be contributed by the limited partnership at this time totals \$100.00.

Signed this 16th day of February, 2004.
FURTHER AFFLIANT SAITH NAUGHT.

Under penalties of perjury, I declare that I have read the foregoing and the contents thereof and that the facts stated herein are true and correct.

TARA EDEN PEARL, INC.
General Partner

By: [Signature]
TARA PEARL, President

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TALLAHASSEE, FLORIDA

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