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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 454538 7152816

AUTHORIZATION :

*Patricia Piquito*

COST LIMIT : \$ 1846.25

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : February 23, 2004

ORDER TIME : 11:07 AM

ORDER NO. : 454538-025

CUSTOMER NO: 7152816

CUSTOMER: Kenneth Schlitt, Esq  
Keating & Schlitt, P.a.

Suite 101  
749 N. Garland Avenue  
Orlando, FL 32801

*Patricia Piquito*

DOMESTIC FILING

NAME: KEERTHI LIMITED PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP  
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: \_\_\_\_\_

**CERTIFICATE OF LIMITED PARTNERSHIP**  
of  
**KEERTHI LIMITED PARTNERSHIP,**  
a Florida limited partnership

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED** General Partner desiring to form a Florida limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), does hereby subscribe and swear to this Certificate of Limited Partnership and further state as follows:

1. The name of the partnership shall be Keerthi Limited Partnership, a Florida limited partnership (the "Partnership").

2. The initial registered office of this Partnership shall be located at 749 N. Garland Avenue, Suite 101, Orlando, Florida 32801 and the name of the initial registered agent for the service of process of the Partnership at such address shall be John Kingman Keating.

3. The name and business address of the sole General Partner of the Partnership is as follows:

Name

Business Address

Keerthi Management, LLC

4420 FM 1960 West, Suite 224  
Houston, Texas 77068

4. The mailing address of the Partnership shall be 4420 FM 1960 West, Suite 224, Houston, Texas 77068.

5. The term for which this Partnership is to exist shall be from the date this Certificate is filed with the Florida Department of State until December 31, 2029, unless sooner dissolved in accordance with law.

**IN WITNESS WHEREOF**, the undersigned, being and constituting the sole general partner of the Partnership, has executed this Certificate of Limited Partnership this 14<sup>th</sup> day of February, 2004 and such execution constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

GENERAL PARTNER  
**KEERTHI MANAGEMENT LLC, a Florida**  
**limited liability company**

By: 

Chowdary Yalamanchili

As its President

**GENERAL PARTNER AFFIDAVIT**

**STATE OF TEXAS  
COUNTY OF HARRIS**

BEFORE ME, the undersigned authority duly authorized in the State and County aforesaid to take acknowledgements, personally appeared **Chowdary Yalamanchili** (the "Affiant"), who after first being duly sworn, deposed, stated and certified the following:

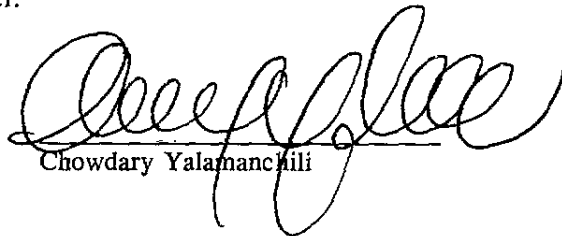
1. That Affiant is the President of Keerthi Management, LLC, a Florida limited liability company, the sole general partner of the to-be-formed Florida limited partnership known as Keerthi Limited Partnership.

2. That the Affiant, in connection with the filing of its original Certificate of Limited Partnership, hereby states and declares that to the best knowledge of Affiant, the amount of the capital contributions of the limited partners and the anticipated amount of the capital contributions of the limited partners are as follows:

	Amount of Capital Contributions	Amount of Anticipated Capital Contributions
General Partner	\$14,270.00	\$0.00
Limited Partners	\$1,412,730.00	\$0.00

3. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

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

  
Chowdary Yalamanchili

**STATE OF TEXAS  
COUNTY OF HARRIS**

**I HEREBY CERTIFY**, as an officer duly authorized to take acknowledgments and oaths in the State and County aforesaid, that at the execution of this instrument on the date set forth below, Chowdary Yalamanchili personally appeared before me, as President of Keerthi Management, LLC, a Florida limited liability company, the sole General Partner of the to-be-formed Florida limited partnership known as Keerthi Limited Partnership, and executed or acknowledged his previous execution of this instrument. **I HEREBY FURTHER CERTIFY**, that Chowdary Yalamanchili, is the same person either executing or acknowledging execution of the foregoing instrument because: ☒ I personally know him/her/them OR ☐ I have satisfactory

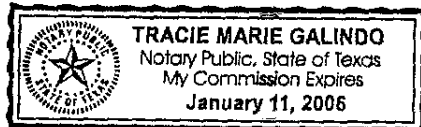
evidence of same based upon a ☐ Florida driver's license or ☐ Other identification:  
WITNESS my hand and official seal in the State and County aforesaid this

19<sup>th</sup> day of February, 2004.

*Tracie Marie Galindo*

Notary Public Signature


(PLACE NOTARY NAME & SEAL IMMEDIATELY BELOW)



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory Registered Agent for Keerthi Limited Partnership, a to-be-formed Florida limited partnership (the "Partnership"), in the Certificate of Limited Partnership of the Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

DATED this 19<sup>th</sup> day of February, 2004.

  
\_\_\_\_\_  
John Kingman Keating  
Registered Agent