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04 MAR 25 AM 7:34  
DIVISION OF CORPORATION

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CORPDIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

**FILE SECOND**

CONTACT: TRICIA TADLOCK

DATE: 03-26-04

REF. #: 0466.24814

CORP. NAME: SBD COPYRIGHT LIMITED PARTNERSHIP

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- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT          | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK         | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input checked="" type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                         | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |  |
| <input type="checkbox"/> OTHER:                      |   |  |

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STATE FEES PREPAID WITH CHECK# 507833 FOR \$ 1837.50.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SBD COPYRIGHT LIMITED PARTNERSHIP**

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), and Section 620.108 of the Florida Statutes, the undersigned, being the sole General Partner of SBD COPYRIGHT LIMITED PARTNERSHIP hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is SBD COPYRIGHT LIMITED PARTNERSHIP (the "**Limited Partnership**").

2. The business address the Limited Partnership is:

5100 Town Center Circle, Suite 400  
Boca Raton, Florida 33486

3. The mailing address the Limited Partnership is:

103 N. Meridian Street, Lower Level  
Tallahassee, Florida 32301

4. The name of the registered agent for service of process required by Section 620.105 of the Florida Statutes is:

CORPDIRECT AGENTS, INC.

5. The Florida street address for the registered agent is:

103 N. Meridian Street, Lower Level  
Tallahassee, Florida 32301

6. **Acceptance of Appointment of Registered Agent:**

Having been named the statutory registered agent of SBD COPYRIGHT LIMITED PARTNERSHIP, at the place designated in this Certificate of Limited Partnership of SBD COPYRIGHT LIMITED PARTNERSHIP, I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by Section 620.192 of the Florida Statutes and I agree to comply with the provisions of Florida law relative to keeping the registered office open.

CORPDIRECT AGENTS, INC

By: Cynthia A. Hice

Its: Agent

Dated: March 25, 2004.

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7. The name and business address of the sole general partner is as follows:

SBD COPYRIGHT, INC.  
5100 Town Center Circle, Suite 400  
Boca Raton, Florida 33486

8. The latest date upon which the limited partnership is to dissolve is December 31, 2053.

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

**IN WITNESS WHEREOF**, the sole General Partner has executed the foregoing Certificate of Limited Partnership on the 25<sup>th</sup> day of March, 2004 in accordance with Section 620.114 of the Florida Statutes.

SBD COPYRIGHT, INC., a Florida  
corporation

By: 

Robert J. Robes, Assistant Secretary

**AFFIDAVIT**

**THE UNDERSIGNED**, constituting the sole general partner of SBD COPYRIGHT LIMITED PARTNERSHIP, a Florida Limited Partnership, hereby certifies as follows:

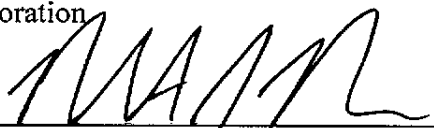
1. The amount of capital contributions to date of the limited partners is: **\$-0-**.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals **\$1,000,000.00**.

**FURTHER AFFIANT SAYETH NOT.**

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.

Signed this 25<sup>th</sup> day of March, 2004.

SBD COPYRIGHT, INC., a Florida  
corporation

By:   
Robert J. Robes, Assistant Secretary

**SBD COPYRIGHT, INC.**

March 25, 2004

Florida Department of State  
Corporate Records Bureau  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: SBD Copyright Limited Partnership

Dear Sir or Madam:

The undersigned, Assistant Secretary of SBD Copyright, Inc., hereby consents to and permits the use of the name "SBD Copyright Limited Partnership" by a similar entity in the State of Florida.

Sincerely yours,

SBD COPYRIGHT, INC.

By: 

Robert J. Robes, Assistant Secretary