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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 820521 4331939

AUTHORIZATION :

COST LIMIT : \$ 77.50

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ORDER DATE : July 26, 2004

ORDER TIME : 11:55 AM

ORDER NO. : 820521-010

CUSTOMER NO: 4331939

CUSTOMER: Ms. Suzanne S. Killeen
Greenberg Traurig, P.a.

401 East Las Olas Boulevard
Ste 2000
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: OCEAN EQUITY PARTNERS III,
LLLP

*****FILE 2ND*****

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX STATEMENT OF QUALIFICATION FOR A FL LLLP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: _____

**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership as identified in the records of the Florida Department of State: OCEAN EQUITY PARTNERS III, LLLP.

(See attached certificate of limited partnership, affidavit of capital contributions and applicable limited partnership filing fees)

2. Suffix adopted for the above named limited partnership: "LLLP."

3. The street address of its chief executive office: 4778 West Commercial Blvd Tamarac, FL 33319.

4. The street address of principal office in Florida: 4778 West Commercial Blvd Tamarac, FL 33319.

5. Pursuant to Section 620.187 of the Florida Statutes, the limited partnership hereby elects to be a limited liability limited partnership.

6. The effective date of this filing shall be as of the date this document is filed with the Florida Secretary of State.

7. The name and Florida street address of the partnership's agent for service of process: Ocean Equity Group, LLC, 4778 West Commercial Blvd., Tamarac, FL 33319.

8. The terms and conditions of the limited partnership becoming a limited liability limited partnership have been approved by the vote required by Section 620.9001(2) of the Florida Statutes.

The execution of this statement by a general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

The sole General Partner of OCEAN EQUITY PARTNERS III, LLLP has executed the foregoing Statement of Qualification on this 23rd day of July, 2004 in accordance with Section 620.114 of the Florida Statutes.

Ocean Equity Group, LLC, a Florida limited liability company, General Partner

By: Ocean Equity Associates, Inc., a Florida corporation, Manager

By: Raphael A. Dominguez
Raphael A. Dominguez, President