

**A04000001892**

Division of Corporations

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(((H04000238071 3)))

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Account Number : 076376001555  
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**FLORIDA LIMITED PARTNERSHIP**

**BAINBRIDGE LAUREL, LTD.**

Certificate of Status	1
Certified Copy	1
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDAFax Audit Number: H04000238071 3**CERTIFICATE OF LIMITED PARTNERSHIP  
OF****RAINBRIDGE LAUREL, LTD.**  
**a Florida limited partnership**

The undersigned general partner, desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is BAINBRIDGE LAUREL, LTD. (the "Partnership").

2. The address of the office of the Partnership is 12765 West Forest Hill Boulevard, Suite 1307, Wellington, Florida 33414.

3. The name and address of the agent for service of process on the Partnership is Bainbridge Laurel, Inc., 12765 West Forest Hill Boulevard, Suite 1307, Wellington, Florida 33414.

4. The name and business address of each general partner is as follows:

BAINBRIDGE LAUREL, INC.  
12765 West Forest Hill Boulevard  
Suite 1307  
Wellington, Florida 33414

5. The mailing address of the Partnership is 12765 West Forest Hill Boulevard, Suite 1307, Wellington, Florida 33414.

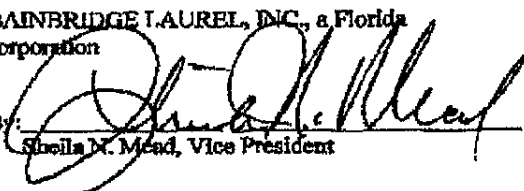
6. The latest date upon which the Partnership will dissolve is December 31, 2104.

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.

This Certificate of Limited Partnership has been executed by the sole General Partner of BAINBRIDGE LAUREL, LTD. this 1st day of December, 2004.

**GENERAL PARTNER:**

BAINBRIDGE LAUREL, INC., a Florida  
corporation

By:   
Sheila M. Mead, Vice President

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## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for BAINBRIDGE LAUREL, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees 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:

BAINBRIDGE LAUREL, INC., a Florida  
corporationDated: December 1, 2004By: 

Stella N. Mead, Vice President

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## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the sole general partner of RAINBRIDGE LAUREL, LTD., a Florida limited partnership, certifies as follows:

- (a) The amount of capital contributions to date of the limited partners is \$0.
- (b) The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.

Executed this 1st day of December, 2004.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

RAINBRIDGE LAUREL, INC., a Florida corporation

By: 

Sheila N. Mead, Vice President

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