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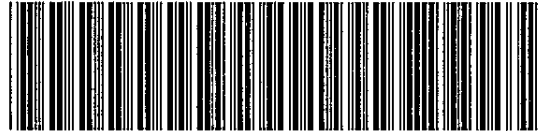
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FALLS CHURCH, VIRGINIA



SORDO & ASSOCIATES, P.A.

ATTORNEYS AT LAW

December 3, 2004

VIA FED EX

Florida Secretary of State  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: V.P. LLLP - General Matters  
Our File #: 04-313

**\*\*\* DO NOT SEPARATE. FILE BOTH LP & LLLP AT THE SAME TIME \*\*\***

Dear Florida Secretary of State:

Enclosed, please find the following documents and filing fees for the registration of V.P. Limited Liability Partnership, a Florida Limited Liability Limited Partnership:

1. Certificate of Limited Partnership (\$35.00 check enclosed - designation of registered agent, Florida Corporate Services, LLC)
2. Affidavit of Capital Contributions for Florida Limited Partnership (\$70.00 check enclosed)
3. Transmittal Letter
4. Statement of Qualifications for Florida Limited Liability Limited Partnership (\$25.00 check enclosed)

In the event we have enclosed an unnecessary check, please return check(s) in the self-enclosed stamped envelopes. Thank you

Name of Contact Person: Florida Corporate Services, LLC  
Attn: Cesar R. Sordo, Esq.  
3006 Aviation Avenue, Suite 2A  
Coconut Grove, Florida 33133  
Tel. 305.859.8107  
Fax 305.859.8108

Please file both the LP and LLLP at the same time. Thank you for your consideration in this matter.

Sincerely,

Cesar R. Sordo, Esq.

Enclosures

DIVISION OF CORPORATIONS

DEC - 9 AM 11:23

RECEIVED

**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** V.P. Limited Partnership

The enclosed Statement of Qualification for Florida Limited Liability Limited Partnership and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

**Cesar R. Sordo, Esq.**  
(Name of Person)

**Florida Corporate Services, LLC**  
(Firm/Company)

**3006 Aviation Avenue, Suite 2A**  
(Address)

**Coconut Grove, Florida 33133**  
(City/State and Zip Code)

For further information concerning this matter, please call:  
Cesar R. Sordo, Esq. at (305) 859.8107

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**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:  
**V.P. Fund, Limited Partnership**

Attached are the following: Certificate of Limited Partnership, Affidavit of Capital Contributions and applicable limited partnership filing fees.

2. The complete name of the entity after filing Statement of Qualification shall be:

**V.P. FUND, LIMITED LIABILITY LIMITED PARTNERSHIP**

3. The street address of its chief executive office: Same address of record
4. The street address of principal office in Florida: Same address of record
5. 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:  
**Florida Corporate Services, LLC  
3006 Aviation Avenue, Suite 2A  
Coconut Grove, Florida 33133**

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

Signed this 3<sup>rd</sup> day of December, 2004.

Signature of TWO Partners:

- (1) **V.P. Investments, L.L.C.**

\_\_\_\_\_  
Cesar R. Sordo, Esq., as Corporate Representative

- (2) **C.K.C.M.S. Group, L.L.C.**

\_\_\_\_\_  
Cesar. R. Sordo, Esq. as Corporate Representative

Typed or printed names of partners signing above:

**V.P. Investments, L.L.C.**

**C.K.C.M.S. Group, L.L.C.**

**FILED**  
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TALLAHASSEE FLORIDA