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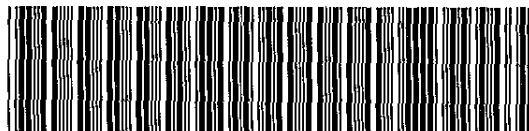
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 252777 4331939

AUTHORIZATION :

COST LIMIT : \$ 140.00

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 11, 2005

ORDER TIME : 11:01 AM

ORDER NO. : 252777-005

CUSTOMER NO: 4331939

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

Suite 2000
401 E Las Olas Blvd
Ft Lauderdale, FL 33301

DOMESTIC FILING

NAME: NATCO PARTNERS II, L.L.L.P.

***FILE
FIRST***

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

**CERTIFICATE OF LIMITED PARTNERSHIP OF
NATCO Partners II, L.L.L.P.
(a Florida limited partnership)**

Pursuant to the provisions of Section 620.108 of the Florida Statutes, the undersigned, being the sole General Partner of NATCO Partners II, L.L.L.P., hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is "NATCO Partners II, L.L.L.P." (the "Limited Partnership").

2. The street address of the Limited Partnership's initial registered office in the State of Florida is 1201 Hays Street, Tallahassee, Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

3. The name of the Limited Partnership's sole general partner is Canyon Consulting Group, Inc., and the business address of such general partner is 140 Royal Palm Way, Suite 102, Palm Beach, FL 33480.

4. The mailing address of the Limited Partnership is P.O. Box 2468, Palm Beach, FL 33480.

5. The latest date on which the Limited Partnership is to dissolve is December 31, 2055.

The sole General Partner of NATCO Partners II, L.L.L.P. has executed the foregoing Certificate of Limited Partnership on this 10 day of March, 2005 in accordance with Section 620.114 of the Florida Statutes.

**Canyon Consulting Group, Inc., a Florida
corporation, General Partner**

By: _____

Craig Talesman, CEO

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TALLAHASSEE, FLORIDA

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Acceptance of Appointment of Registered Agent

The undersigned, Corporation Service Company, having been named as registered agent and to accept service of process for NATCO Partners II, L.L.L.P., at the place designated in the foregoing Certificate of Limited Partnership, hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned is familiar with and accepts the obligations imposed by §620.192 of the Florida Statutes and agrees to comply with the provisions of Florida Law relative to keeping the registered office open. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties as registered agent.

Deborah D. Skippe
Asst. V. Pres.

Deborah D. Skippe
Corporation Service Company, Registered
Agent

Date: 3/11/2005

AFFIDAVIT

The undersigned affiant, being first duly sworn under oath, deposes and says:

1. The initial Limited Partners of NATCO Partners II, L.L.L.P. have contributed property valued at \$7,000.00 to the Partnership as their initial capital contributions.

2. The initial Limited Partners do not anticipate making any additional capital contributions other than the contributions stated above.

FURTHER AFFIANT SAYETH NAUGHT.

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

**Canyon Consulting Group, Inc., a Florida
corporation, General Partner**

By: _____

Craig Talesman, CEO

STATE OF FLORIDA)

SS:)

COUNTY OF BROWARD)

SWORN TO AND SUBSCRIBED before me this 10th day of March, 2003
by Craig Talesman, as CEO of **Canyon Consulting Group, Inc.**, who personally appeared
before me, and ☒ is personally known to me or ☐ produced _____ as
identification.

Notary: _____

Print Name: _____

Notary Public, State of: _____

My commission expires: _____



Suzanne S. Killeen
MY COMMISSION # DD009841 EXPIRES
June 28, 2005
BONDED THRU TROY FAIN INSURANCE INC