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Florida Department of State
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A05-622

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LIMITED PARTNERSHIP AMENDMENT

LEVY FAMILY INVESTMENTS, LTD.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

**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 is Levy Family Investments, Ltd. The certificate of limited partnership and affidavit of capital contributions are attached hereto.
2. The complete name of the entity after filing the Statement of Qualification shall be Levy Family Investments, LLP.
3. The street address of the partnership's chief executive office is 1601 Forum Place, West Palm Beach, FL 33401.
4. The street address of the partnership's principal office in Florida is 1601 Forum Place, West Palm Beach, FL 33401.
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 is Mark Levy, 1601 Forum Place, West Palm Beach, FL 33401.

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

Signed this 31 day of March, 2005.

Signature of TWO partners:

Levy Investments GPNER, LLC, a Florida limited liability company, its sole General Partner

By: Mark Levy
Mark Levy, Managing Member

Mark Levy
Mark Levy, a Limited Partner

P:\clients\Levy, Mark\Statement qual for LLP-Levy Family Investments.wpd

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TALLAHASSEE, FLORIDA

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Certificate of Limited Partnership

Name of Limited Partnership:
LEVY FAMILY INVESTMENTS, LTD.

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March 29, 2005
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Business Address of Limited Partnership:
100 CENTURY BOULEVARD
WEST PALM BEACH, FL. US 33417

Mailing Address of Limited Partnership:
100 CENTURY BOULEVARD
WEST PALM BEACH, FL. US 33417

The name and Florida street address of the registered agent is:
MARK LEVY
100 CENTURY BOULEVARD
WEST PALM BEACH, FL. 33417

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: MARK LEVY

The latest date upon which the Limited Partnership is to be dissolved is:
DECEMBER 31, 2105

The name and address of all general partners are:

Title: G
LEVY INVESTMENTS GPNER, LLC
100 CENTURY BOULEVARD
WEST PALM BEACH, FL. 33417 US

The effective date for this Limited Partnership shall be:
03/29/2005

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**Affidavit of Capital Contributions
For Florida Limited Partnership**

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The undersigned constituting all of the general partners of:
LEVY FAMILY INVESTMENTS, LTD.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is:
0.00

The total amount contributed and anticipated to be contributed by the
limited partners at this time totals:
3,030,303.00

Signed this Twenty Ninth day of March, 2005

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

General Partner Signature: MARK LEVY, MORM

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