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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1. Criff (Corporation Name) (Document #)
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4. (Corporation Name) (Document # Certified Copy Mail out
NEW FILINGS AMENDMENTS
Profit Not for Profit Limited Liability Domestication Other Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS REGISTRATION/QUALIFICATION
Annual Report Fictitious Name Limited Partnership Reinstatement Trademark Other
Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP GRIFFIN POINTE PARTNERS, LTD.



Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986) and Section 620.108 of the Florida Statutes, the undersigned, being the sole general partner of GRIFFIN POINTE PARTNERS, LTD., duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

ARTICLE 1 NAME

The name of the limited partnership is GRIFFIN POINTE PARTNERS, LTD.

ARTICLE 2 ADDRESS

The business address of the limited partnership is 8725 N.W. 18th Terrace, Suite 204, Miami, Florida 33172.

ARTICLE 3 REGISTERED AGENT

The name of the registered agent for service of process is Paul Douglas.

ARTICLE 4 ADDRESS OF REGISTERED AGENT

The street address for the registered agent is 8725 N.W. 18th Terrace, Suite 204, Miami, Florida 33172.

ARTICLE 5 MAILING ADDRESS

The mailing address of the limited partnership is 8725 N.W. 18th Terrace, Suite 204, Miami, Florida 33172.

ARTICLE 6 TERM

The latest date upon which the limited partnership is to be dissolved is December 31, 2050.

ARTICLE 7 GENERAL PARTNER

The name and business address of the sole general partner is as follows:

Griffin Pointe GP, LLC 8725 N. W. 18th Terrace Suite 204 Miami, Florida 33172

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

Signed this 25th day of April, 2005.

GRIFFIN POINTE GP, LLC

General Partner

Paul Douglas, Manage

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 25th DAY OF APRIL, 2005.

Paul Douglas



The undersigned, constituting the sole general partner of GRIFFIN POINTE PARTNERS, LTD., a Florida limited partnership, certifies as follows:

- 1. The initial Limited Partners of GRIFFIN POINTE PARTNERS, LTD. have contributed \$1,000 to the Partnership as the initial capital contribution.
- 2. The initial Limited Partners anticipate making no additional capital contributions other than the contributions stated above.

Signed this 25th day of April, 2005.

FURTHER AFFIANT SAYETH NAUGHT.

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

GRIFFIN POINTE GP, LLC General Partner

Paul Douglas, Manager