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TRANSMITTAL LETTER

Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

SUBJECT:

MACKEY REALTY LIMITED, a Florida limited partnership

Enclosed are an original and a copy of the Certificate of Limited Partnership and a check for:

Filing Fee	\$700.00
Registered Agent	35.00
Certified Copy	52.50

\$787.50

FROM:

Walter J. Mackey, Jr., President

MKV Real Estate Corp. General Partner

631 U.S. Highway 1, Suite 406 North Palm Beach, FL 33408-4621

Telephone: (561) 848-1782 OR (561) 379-4160

Thank you.

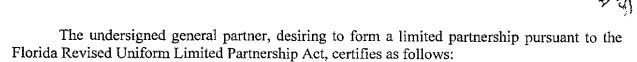


CERTIFICATE OF LIMITED PARTNERSHIP

OF

MACKEY REALTY LIMITED,

a Florida limited partnership



- 1. <u>Partnership Name</u>. The name of the partnership is Mackey Realty Limited, a Florida limited partnership (the "Partnership").
- 2. Partnership Office and Mailing Address. The office of the Partnership and its mailing address are: 631 U.S. Highway 1, Suite 406, North Palm Beach, Florida 33408-4621.
- 3. _ Name and Address of Registered Agent. The name and address of the registered agent of the Partnership are: Walter J. Mackey, Jr., c/o MKV Real Estate Corp., 631 U.S. Highway 1, Suite 406, North Palm Beach, Florida 33408-4621.
- 4. Name and Address of General Partner. The name and business address of the general partner are: MKV Real Estate Corp., 631 U.S. Highway 1, Suite 406, North Palm Beach, Florida 33408-4621. #P0500006757/
- 5. <u>Dissolution.</u> The latest date upon which the Partnership may dissolve is May 6, 2035.
- 6. <u>Affidavit Regarding Capital</u>. The affidavit regarding capital contributions is attached hereto.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the general partner of Mackey Realty Limited, a Florida limited partnership, this 67H day of May, 2005.

MKV REAL ESTATE CORP., a Florida corporation

"General Partner"

Walter Mackey Ir its Presiden

(CORPORATE SEAL)

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent for Mackey Realty Limited, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree 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:

Walter J. Mackey, Jr.

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DIVILION OF CORPORATIONS
DIVILION OF CORPORATIONS

AFFIDAVIT REGARDING CAPITAL CONTRIBUTIONS

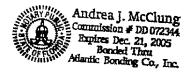
BEFORE ME, the undersigned authority, personally appeared WALTER J. MACKEY, JR., affiant herein, who being sworn on oath deposes and says:

1. partnership (tl	I am President of the sole general partner of Mackey Realty Limited, a Florida limited ne " <u>Partnership</u> "):	
2. \$50,000.	The limited partner(s) of the Partnership has contributed capital in the sum of	
3. <u>\$50.000</u>	The limited partner(s) of the Partnership anticipates the amount to be contributed is	
4. Under penalties of perjury, I declare that I have examined this Affidavit, and to the best of my knowledge and belief it is true, correct and complete.		
	MKV REAL ESTATE CORP., a Florida corporation, General Partner	
	1112 / 2	

Wahler J. Mackey, Jr., its President

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

SWORN TO AND SUBSCRIBED before me this ______ day of May, 2005, by Walter J. Mackey, Jr., the President of MKV Real Estate Corp., a Florida corporation, on behalf of the corporation, () who is personally known to me OR () who produced _____ as identification.



State of Florida at Large