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## FLORIDA LIMITED PARTNERSHIP

COCOA LANDING, LTD.

Certificate of Status	1	
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## CERTIFICATE OF LIMITED PARTNERSHIP

#### OF

# COCOA LANDING, LTD. a Florida limited partnership

The undersigned general partners, desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby state the following:

- 1. The name of the limited partnership is Cocoa Landing, Ltd. (the "Partnership").
- 2. The address of the office of the Partnership is 3300 PGA Boulevard, Suite 330, Palm Beach Gardens, Florida 33410.
- 3. The name and address of the agent for service of process on the Partnership is Roger C. Stanton, Esq. at 4420 Beacon Circle West Palm Beach 33407
- 4. The names and business addresses of the general partner is as follows: Allied GP, LLC, 3300 PGA Bouldvard, Suite 330, Palm Boach Gardens, Florida 33410.
- 5. The mailing address of the Partnership is 3300 PGA Boulevard, Suite 330, Palm Beach Gardens, Florida 33410.
  - The latest date upon which the Partnership will dissolve is December 31, 2030.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true. This Certificate of Limited Partnership has been executed by the General Partner of the Partnership this 18<sup>th</sup> day of May, 2005

GENERAL PARTNER:

Nicholas Af Mastrojanni, II, Manager

LLC, a Florida limited liability domo

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#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Cocoa Landing, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees 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.

Dated: May 18, 2005

Roger C. Stanton, Esq., Registered Agent

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ALLAHASSEE, FLORIDA

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#### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned general partners of Cocoa Landing, Ltd., a Florida limited partnership, certify as follows:

FIRST:

The amount of capital contributions to date of the limited partners

is \$0.00.

SECOND:

The total smount contributed and anticipated to be contributed by

the limited partners at this time totals \$7,500.00.

Executed this 18th day of May, 2005.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

Allied CPNLC, Florida limited liability company

Nicholas A. Mastrolanni, II. Manager

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

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