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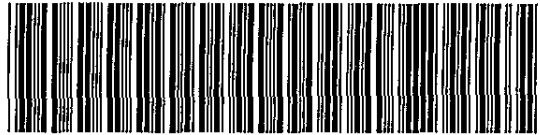
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CORPORATION SERVICE COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 410064 85036A

AUTHORIZATION :

Patricia Piquero

COST LIMIT : \$ 140.00

ORDER DATE : June 6, 2005

ORDER TIME : 10:40 AM

ORDER NO. : 410064-005

CUSTOMER NO: 85036A

CUSTOMER: Robert A. Forlizzo, Esq
Forlizzo Law Group, P.a.

2903 Rigsby Lane

Safety Harbor, FL 34695

DOMESTIC FILING

NAME: MTW-ROSWELL, LTD.

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

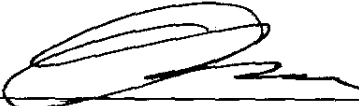
XX CERTIFIED COPY

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: _____

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership: **MTW-ROSWELL, LTD.**
2. Business address of Limited Partnership: 2901 Rigsby Lane, Safety Harbor, Florida 34695.
3. Name of Registered Agent: **ROBERT A. FORLIZZO.**
4. Florida street address for Registered Agent: 2903 Rigsby Lane, Safety Harbor, Florida 34695.
5. By: 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process).
6. Mailing address of Limited Partnership: 2901 Rigsby Lane, Safety Harbor, Florida 34695.
7. The latest date upon which the Limited Partnership is to be dissolved is *December 31, 2035.*
8. Name of General Partner: PDG II, INC.
P03000648889
Street Address: 2901 Rigsby Lane
Safety Harbor, Florida 34695

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

Signed this 3rd day of June, 2005.

PDG II, INC., a Florida corporation

By: 

MICHAEL T. WAGNER, Vice President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting all of the General Partners of **MTW-ROSWELL, LTD.**, a Florida limited partnership, certifies:

The amount of capital contributions to date of the Limited Partners is \$1,000.00.


The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$1,000.00.

Signed this 3rd day of June, 2005.

FURTHER AFFIANT SAYETH NOT.

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

PDG II, INC., a Florida corporation

By: 
MICHAEL T. WAGNER, Vice President