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ACCOUNT NO. : 072100000032

REFERENCE: 426099

26099 4331939

AUTHORIZATION :

itricia faito

COST LIMIT : \$ 140.00

ORDER DATE: June 14, 2005

ORDER TIME : 10:15 AM

ORDER NO. : 426099-005

CUSTOMER NO: 4331939

CUSTOMER: Ms. Suzanne S. Killeen

Greenberg Traurig, P.a.

Suite 2000

401 E Las Olas Blvd

Ft Lauderdale, FL 33301

DOMESTIC FILING

NAME: OCEAN EQUITY PARTNERS X, LLLP

XX __ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP OF OCEAN EQUITY PARTNERS X, LLLP (a Florida limited liability limited partnership)

Pursuant to the provisions of Section 620.108 of the Florida Statutes, the undersigned, being the sole General Partner of OCEAN EQUITY PARTNERS X, LLLP, hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

- 1. The name of the limited partnership is "OCEAN EQUITY PARTNERS X, LLLP" (the "Limited Partnership").
- 2. The street address of the Limited Partnership's initial registered office in the State of Florida is 2400 East Commercial Boulevard, Suite 719, Fort Lauderdale, FL 33308, and the name of its initial registered agent at such office is IGS Capital Management Corp.
- 3. The name of the Limited Partnership's sole general partner is IGS Capital Management Corp., and the business address of such general partner is 2400 East Commercial Boulevard, Suite 719, Fort Lauderdale, FL 33308. #PO3000082680
- 4. The mailing address of the Limited Partnership is 2400 East Commercial Boulevard, Suite 719, Fort Lauderdale, FL 33308.
- 5. The latest date on which the Limited Partnership is to dissolve is December 31, 2012.

The sole General Partner of OCEAN EQUITY PARTNERS X, LLLP has executed the foregoing Certificate of Limited Partnership on this 13 to day of 2005, in accordance with Section 620.114 of the Florida Statutes.

IGS Capital Management Corp., a Florida

corporation, General Partner

Raphael A. Dominguez, President

Acceptance of Appointment of Registered Agent

The undersigned, IGS Capital Management Corp., having been named as registered agent and to accept service of process for OCEAN EQUITY PARTNERS X, LLLP, at the place designated in the foregoing Certificate of Limited Partnership, hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned is familiar with and accepts the obligations imposed by §620.192 of the Florida Statutes and agrees to comply with the provisions of Florida Law relative to keeping the registered office open. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties as registered agent.

Date: 6-13-05

IGS Capital Management Corp., a Florida

mingre

corporation, General Partner

Raphael A. Dominguez, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned affiant, being first duly sworn under oath, deposes and says:

- The initial Limited Partner of OCEAN EQUITY PARTNERS X, LLLP has made an initial capital contribution of cash in the amount of \$100.00 to the Limited Partnership.
- It is anticipated that the Limited Partners will make additional capital contributions of cash in the amount of at least \$6,900.00 to the Limited Partnership.

FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury, the undersigned declares that he has read the foregoing and

that the facts alleged are true to the best of	his knowledge and belief.
	IGS Capital Management Corp., a Florida corporation, General Partner
	By: Taphiel Smine Raphael A. Dominguez, President
STATE OF FLORIDA)	SS:
COUNTY OF BROWARD)	
Expires 10/27/2008 Bonded thru (800)459-4364	