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Broad and Cassel

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Division of Corporations

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FLORIDA LIMITED PARTNERSHIP

BD Property Ventures Limited Partnership

Certificate of Status	0
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CERTIFICATE OF LIMITED PARTNERSHIP
OF
BD PROPERTY VENTURES LIMITED PARTNERSHIP
a Florida limited partnership

The undersigned general partner 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 states the following:

1. The name of the limited partnership is BD PROPERTY VENTURES LIMITED PARTNERSHIP (the "Partnership").

2. The address of the office of the Partnership is 745 Harbour Isle Place, North Palm Beach, Florida 33410.

3. The name and address of the agent for service of process on the Partnership is BD Management Ventures, LLC, a Florida limited liability company, 745 Harbour Isle Place, North Palm Beach, Florida 33410.

4. The name and business address of the sole general partner is BD Management Ventures, LLC, a Florida limited liability company, 745 Harbour Isle Place, North Palm Beach, Florida 33410.

5. The mailing address of the Partnership is 745 Harbour Isle Place, North Palm Beach, Florida 33410.

6. The latest date upon which the Partnership will dissolve is December 31, 2105.

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 sole General Partner of the Partnership this 17 day of November, 2005.

GENERAL PARTNER:

BD MANAGEMENT VENTURES, LLC,
a Florida limited liability company

By: [Signature]
Daniel L. Spitz, Manager

By: [Signature]
Beth Thaller Spitz, Manager

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Fax Audit Number: H05000266906 3**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for BD PROPERTY VENTURES LIMITED PARTNERSHIP, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned limited liability company, 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.

BD MANAGEMENT VENTURES, LLC, a Florida
limited liability company, Registered Agent

By: 

Daniel L. Spitz, Manager

By: 

Beth Thaller Spitz, Manager

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Fax Audit Number: HQ5000266906 3**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, constituting the sole general partner of BD PROPERTY VENTURES LIMITED PARTNERSHIP, a Florida limited partnership, certifies as follows:

FIRST: The amount of capital contributions to date of the limited partners is \$0.00.

SECOND: The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.

Executed this 17 day of November, 2005.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

GENERAL PARTNER:

BD MANAGEMENT VENTURES, LLC, a Florida
limited liability company

By: 

Daniel L. Spitz, Manager

By: 

Beth Thaller Spitz, Manager

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