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Florida Department of State
Division of Corporations
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From: Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
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Fax Number : (305) 789-3395

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA LIMITED PARTNERSHIP

Emerald Terrace Limited Partnership

Certificate of Status	1
Certified Copy	1
Page Count	03
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DIVISION OF CORPORATION

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MEMORANDUM

TO: Florida Department of State
FROM: Jackie Gerstenfeld
RE: Emerald Terrace Limited Partnership
DATE: December 30, 2005

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The Articles of Organization of Emerald Terrace LLC, the general partner of the above-referenced limited partnership, were filed contemporaneously herewith.

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

EMERALD TERRACE LIMITED PARTNERSHIP

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, being the sole General Partner of EMERALD TERRACE LIMITED PARTNERSHIP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be EMERALD TERRACE LIMITED PARTNERSHIP.

2. The address of the office where records shall be kept shall be 120 Forbes Boulevard, Mansfield, Massachusetts 02048. The name and address of the registered agent for service of process is Robert E. Gallagher, Jr., 150 West Flagler Street, Suite 2200, Miami, Florida 33136.

3. The name and the business address of the General Partner are:

EMERALD TERRACE LLC, a Florida limited liability company
c/o Gatehouse Group, Inc.
120 Forbes Boulevard
Mansfield, Massachusetts 02048

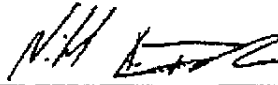
4. The mailing address of the limited partnership is c/o Gatehouse Group, Inc., 120 Forbes Boulevard, Mansfield, Massachusetts 02048.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2055.

6. This Certificate has been executed by the undersigned effective as of the 30th day of December, 2005.

EMERALD TERRACE LLC, a Florida limited liability company, its sole General Partner

By: The Gatehouse Group, Inc., its sole Manager

By: 
Nikul A. Inamdar, Vice, President

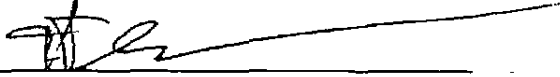
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TALLAHASSEE, FLORIDA

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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for EMERALD TERRACE LIMITED PARTNERSHIP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that he is familiar with his statutory obligations as such.

By: 
Robert E. Gallagher, Jr.

Dated this 30th day of December, 2005.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**AFFIDAVIT
OF
CAPITAL CONTRIBUTIONS**

The undersigned being the sole General Partner of EMERALD TERRACE LIMITED PARTNERSHIP and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of EMERALD TERRACE LIMITED PARTNERSHIP, with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$99.99 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

EMERALD TERRACE LLC, a Florida limited liability company

By: The Gatehouse Group, Inc., a Massachusetts corporation, its sole Manager

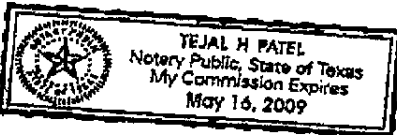
By: Nikul A. Inamdar
Nikul A. Inamdar, Vice President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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STATE OF TEXAS)
COUNTY OF Fort Bend

The foregoing instrument was acknowledged before me this 30th day of December, 2005 by Nikul A. Inamdar, as Vice President of The Gatehouse Group, Inc., a Massachusetts corporation, the sole Manager of EMERALD TERRACE LLC, a Florida limited liability company, the sole General Partner of EMERALD TERRACE LIMITED PARTNERSHIP, and who is personally known to me.

(Notary Seal) 

Tejal H. Patel
Notary Public
My Commission Expires: 05-16-2009
Print, type or stamp name of notary
Tejal H. Patel