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FLORIDA/FOREIGN LP/LLP

Cypress Lake Senior Limited Partnership

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January 25, 2006



FLORIDA DEPARTMENT OF STATE
Division of Corporations

BROAD AND CASSEL (ORLANDO)

SUEJECT: CYPRESS LAKE SENIOR LIMITED PARTNERSHIP

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SECLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP OF CYPRESS LAKE SENIOR LIMITED PARTNERSHIP

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of CYPRESS LAKE SENIOR LIMITED PARTNERSHIP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

- 1. The name of the Partnership shall be CYPRESS LAKE SENIOR LIMITED PARTNERSHIP (the "Partnership").
- 2. The address of the initial office where records shall be kept shall be 6455 Gateway Avenue, Suite A. Sarasota, Florida 34231. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.
 - 3. The names and initial business address of the General Partner is:

BENEFICIAL CYPRESS LAKE LLC, a Florida limited liability company 6455 Gateway Avenue, Suite A Sarasota, Florida 34231

- 4. The initial mailing address of the limited partnership is P.O. Box 4961, Orlando, Florida 32802-4961.
- 5. The latest date upon which the Partnership is to dissolve shall be December 31, 2066.
 - 6. The Partnership hereby elects to not be a limited liability limited partnership.

This Certificate has been executed by the undersigned as of the 23 day of January

GENERAL PARTNER:

BENEFICIAL CYPRESS LAKE LLC. a Florida limited liability company

Defiald W. Paxton, Manager

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for CYPRESS LAKE SENIOR LIMITED PARTNERSHIP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such.

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC., a Florida corporation

Gloria E. Greiner, Vice Presiden

Dated this all day of January, 2006.

