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Division of Corporations

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DIVISION OF CORPORATION

FLORIDA/FOREIGN LP/LLP

Fernerest Limited Partnership

Certificate of Status	1
Certified Copy	1
Page Count	02
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Electronic Filing Menu

Corporate Filing Menu

Help

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
FERNCREST LIMITED PARTNERSHIP**

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

1. The name of the Partnership shall be FERNCREST 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:

NDF #16 LLC, a Florida limited liability company  
4250 Alafaya Trail  
Suite 21-330  
Oviedo, Florida 32765

LO6-3871

4. The initial mailing address of the limited partnership is 6455 Gateway Avenue, Suite A, Sarasota, Florida 34231.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2056.

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<sup>rd</sup> day of January, 2006.

**GENERAL PARTNER:**

NDF #16 LLC, a Florida limited liability company

By: National Development Foundation, Inc., a Florida nonprofit corporation, its sole member

By:   
Randall E. Fleming, President

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P. 03

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated as the Registered Agent for FERNCREST 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

By:   
Gloria E. Greiner, Vice President

Dated this 26<sup>th</sup> day of January, 2006.

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