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Florida Department of State  
Division of Corporations  
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## To:

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## From:

Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
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## FLORIDA/FOREIGN LP/LLP

## CARLISLE GROUP VII, LTD.

Certificate of Status	1
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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
CARLISLE GROUP VII, LTD.**

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the sole General Partner of Carlisle Group VII, Ltd., a Florida limited partnership (the "Partnership"), hereby executes and submits for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:  
**CARLISLE GROUP VII, LTD.**
2. The mailing address and street address of the Partnership currently is:  
2950 S. W. 27<sup>th</sup> Avenue, Suite 200  
Miami, Florida 33133
3. The name and address of the agent for service of process on the Partnership are:  
Brian J. McDonough  
2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130
4. The name and address of the General Partner of the Partnership are:  
CARLISLE GROUP VII, LLC  
2950 S. W. 27<sup>th</sup> Avenue, Suite 200  
Miami, Florida 33133

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as General Partner, pursuant to the provisions of Section 620.1204 of the Florida Revised Uniform Limited Partnership Act of 2005.

DATED: January 30, 2006

CARLISLE GROUP VII, LLC, a Florida limited liability company, a General Partner

By: 

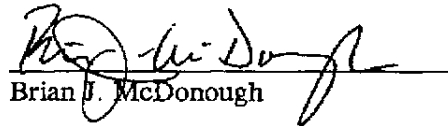
Lloyd L. Boggio, President

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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

I, Brian J. McDonough, hereby accepts my appointment as registered agent for CARLISLE GROUP VII, LTD., a Florida limited partnership. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: January 30, 2006

  
Brian J. McDonough

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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