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DATE: 02-01-06

NAME: SOMERSET CLUB DEVELOPMENT PARTNERS, LLLP

TYPE OF FILING: CERTIFICATE OF LIMITED PARTNERSHIP

COST: CK FOR \$1,061.25 ATTACHED

RETURN: GOOD STANDING & CERTIFIED COPY

ACCOUNT: FCA0000000015

AUTHORIZATION: ~~ABBIE/PAUL HODGE~~

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2nd

**CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
SOMERSET CLUB DEVELOPMENT GROUP, L.L.L.P.**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of SOMERSET CLUB DEVELOPMENT GROUP, L.L.L.P. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be SOMERSET CLUB DEVELOPMENT GROUP, L.L.L.P. (the "Partnership").

2. The address of the initial office where records shall be kept shall be 1551 Sandspur Road, Maitland, Florida 32751. 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:

SOMERSET CLUB DEVELOPMENT MANAGERS, L.L.C., a Florida
limited liability company
1551 Sandspur Road
Maitland, Florida 32751

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4. The initial mailing address of the Partnership is 1551 Sandspur Road, Maitland, Florida 32751.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2066.

6. The Partnership hereby elects to be a limited liability limited partnership.

This Certificate has been executed by the undersigned as of the 30 day of January, 2006.

GENERAL PARTNER:

**SOMERSET CLUB DEVELOPMENT
MANAGERS, L.L.C.**, a Florida limited liability
company


By: _____

Paul M. Missigman, Manager

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for SOMERSET CLUB DEVELOPMENT GROUP, L.L.L.P., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited liability 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: 
Name: Robyn L. Noren
Title: Vice President

Dated this 30 day of January, 2006.