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**Rabison Holdings, Ltd.**

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

Corporate Filing Menu

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BERGER SINGERMAN → 850-205-0381

NO. 401 002

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
RABISON HOLDINGS, LTD.

The undersigned, in forming a Florida limited partnership under the Florida Revised Uniform Limited Partnership Act of 2005, as amended (the "Act"), Chapter 620 of the Florida Statutes, hereby adopts the following Certificate of Limited Partnership:

1. The name of the limited partnership is Rabison Holdings, Ltd. (hereinafter, the "Partnership").
2. The mailing and principal address of the Partnership is c/o Rabison Investments, LLC, Lakeside Village, Apt. 1506, 2792 Donnelly Drive, Lantana, Florida 33462.
3. The name and street address of the initial registered agent of the Partnership are BSPA Corporate Services, Inc., 350 E. Las Olas Blvd., Suite 1000, Ft. Lauderdale, FL 33301.
4. The name and business address of the general partner of the Partnership are:

Rabison Investments, LLC  
c/o Bruce Rabison  
Lakeside Village, Apt. 1506  
2792 Donnelly Drive  
Lantana, FL 33462

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5. The Partnership is a limited partnership and not a limited liability limited partnership.

Under penalties of perjury the undersigned has read the foregoing and know the contents thereof and that the facts herein are true and correct.

Signed this 14th day of June, 2006.

SOLE GENERAL PARTNER:

RABISON INVESTMENTS, LLC

By: [Signature]  
SAMUEL RABISON, Member

By: [Signature]  
SUE KUTZ, Member

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for Rabison Holdings, Ltd. at the place designated in paragraph 3 of the Certificate of Limited Liability Limited Partnership, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 620, F.S.

BSPA CORPORATE SERVICES, INC.

By: Robert W. Barron, VP  
Name: Robert W. Barron  
Title: V.P.

Dated: 6/14/06

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