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FLORIDA/FOREIGN LP/LLP

Covington Club Group Partners, Ltd.

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CERTIFICATE OF LIMITED PARTNERSHIP COVINGTON CLUB GROUP PARTNERS, LTD.

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the general partner of COVINGTON CLUB GROUP PARTNERS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

- The name of the Partnership shall be COVINGTON CLUB GROUP PARTNERS, LTD. (the "Partnership").
- 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 1400, Orlando, Florida 32801.
 - The name and initial business address of the General Partner is: 3.

COVINGTON CLUB GROUP PARTNERS, L.L.C., a Florida limited 106-708/4 liability company 1551 Sandspur Road Maitland, Florida 32751

- The initial mailing address of the limited partnership is P.O. Box 4961, Orlando, Florida 32802-4961.
- The latest date upon which the Partnership is to dissolve shall be December 31, 2066.

This Certificate has been executed by the undersigned as of the 12 day of July, 2006.

GENERAL PARTNER:

COVINGTON CLUB GROUP PARTNERS. L.L.C., a Florida limited liability company

Paul/M. Missigman, Manager

Certificate of Limited Partnership - Covington Club Group Partners, Ltd. DRL1/CORPSEO/793611.1 02141/1047 jom 7/11/2006 11:31 AM

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for COVINGTON CLUB GROUP PARTNERS, LTD., 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

day of July, 2006.