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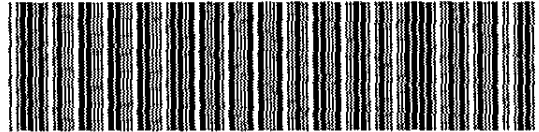
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DATE: 07-21-06

NAME: CAPE MORRIS COVE PARTNERS, L.L.P.

TYPE OF FILING: CERTIFICATE OF LP

COST: ^{10601.25} CK FOR \$100 ATTACHED

RETURN: GOOD STANDING & CERTIFIED COPY

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FILE 2

**CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
CAPE MORRIS COVE PARTNERS, L.L.L.P.**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of CAPE MORRIS COVE PARTNERS, 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 CAPE MORRIS COVE PARTNERS, 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 1400, Orlando, Florida 32801.

3. The names and initial business address of the General Partner is:

CAPE MORRIS COVE 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 limited 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 19th day of July, 2006.

GENERAL PARTNER:

CAPE MORRIS COVE 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 CAPE MORRIS COVE PARTNERS, L.L.L.P., 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: _____


Janice C. Myers,
Vice President

Dated this 20th day of July, 2006.