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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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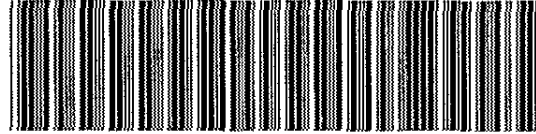
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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DB



July 20, 2006

Jeffrey M. Folkman

Direct Phone: 239.949.6981

Fax: 239.949.6687

Email: jmfolkman@hahnlaw.com

**VIA FEDERAL EXPRESS**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**Re: MPC-PPW, LLLP**

Gentlemen:

I enclose for filing the Certificate of Limited Partnership of MPC-PPW, LLLP, along with the Acceptance of Appointment as Registered Agent. Also enclosed is a check made payable to the Florida Department of State in the amount of \$1,008.75 to cover the applicable filing fees and a Certificate of Status.

Kindly return the filed Certificate and the Certificate of Status to the undersigned at the address set forth above.

Thank you for your time and consideration in this matter.

Very truly yours,

Jeffrey M. Folkman

/kab

Enclosures

Cc: Mr. Joseph I. Perkovich,  
President and CEO

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**Disclosure Pursuant to Department of Treasury Circular 230:**

Unless expressly stated otherwise in this communication, nothing contained in this communication was intended or written to be used by any taxpayer, can be used by any taxpayer or may be relied upon or used by any taxpayer for the purpose of avoiding penalties that may be imposed on the taxpayer under provisions of the Internal Revenue Code of 1986, as amended. No one, without our express prior written consent, may use any part of this communication in promoting, marketing or recommending a partnership or other entity, investment plan or arrangement to any taxpayer.

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MPC-PPW, LLLP**

The undersigned, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act of 2005 (the "Act"), hereby certifies as follows:

1. The name of the partnership is "MPC-PPW, LLLP".
2. The partnership is being formed as a limited liability limited partnership pursuant to Section 620.1201 of the Act.
3. The initial registered agent of the partnership for service of process in Florida is Joseph I. Perkovich. The address of the registered agent and the initial designated office for the partnership is 3001 Tamiami Trail North, Suite 207, Naples, Florida 34103. [
4. The name of the sole general partner of the partnership is MCC Management of Naples, Inc., and its business address is 3001 Tamiami Trail North, Suite 207, Naples, Florida 34103. *P98000047704*
5. The partnership shall have perpetual life and shall not be dissolved solely by reason of the passage of time.
6. The effective date of this Certificate and the commencement of the term of the partnership shall be the date of filing of this Certificate.
7. The execution of this Certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated in this Certificate are true.

IN WITNESS WHEREOF, the undersigned general partner has executed this Certificate on July 17, 2006.

MCC Management of Naples, Inc.,  
its General Partner

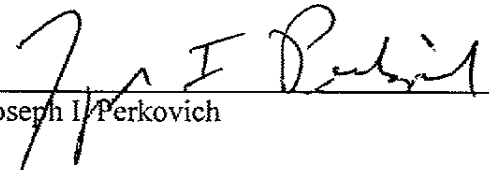
By:

*Joseph I. Perkovich*  
Joseph I. Perkovich, Vice President

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### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, Joseph I. Perkovich, hereby accepts his appointment as registered agent of MPC-PPW, LLLP, a Florida limited liability limited partnership, and agrees to be the registered agent of said limited liability limited partnership for service of any process, notice, or demand required or permitted by law to be served upon said limited liability limited partnership.

  
\_\_\_\_\_  
Joseph I. Perkovich

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