

Division of Corporations

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Florida Department of State

Division of Corporations

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From:

Account Name : HODGSON RUSS LLP

Account Number : 072720000242

Phone : (561)394-0500

Fax Number : (561)394-3862

FLORIDA/FOREIGN LP/LLP

Blackwater Associates, Ltd.

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September 7, 2006

FLORIDA DEPARTMENT OF STATE
Division of CorporationsBLACKWATER ASSOCIATES, LTD.
1515 NORTH FEDERAL HWY., SUITE 306
BOCA RATON, FL 33432SUBJECT: BLACKWATER ASSOCIATES, LTD.
REF: W06000039337

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Deborah Bruce
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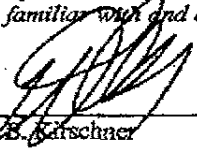
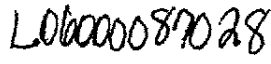
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PLEASE MAINTAIN THE ORIGINAL SUBMISSION DATE OF 9.6.06

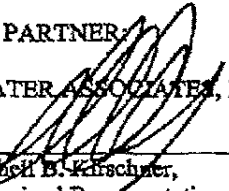
AS THE FILE DATE. THANK YOU _____

H06000221338 3

CERTIFICATE OF LIMITED PARTNERSHIP
OF
BLACKWATER ASSOCIATES, LTD.

1. Name of Limited Partnership: Blackwater Associates, Ltd.
2. Business Address of Limited Partnership: 1515 North Federal Highway
Suite 306
Boca Raton, FL 33432
3. Name of Registered Agent: Mitchell B. Kirschner
4. Street Address of Registered Agent: 1801 N. Military Trail Suite 200
Boca Raton, Florida 33431
5. *I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*
6. Signature of Registered Agent: 
Mitchell B. Kirschner
7. Mailing Address of Limited Partnership: 1515 North Federal Highway
Suite 306
Boca Raton, FL 33432
8. Name and specific address of the General Partner: 
Blackwater Associates, LLC
1515 North Federal Highway
Suite 306
Boca Raton, FL 33432

Signed this 1st day of September, 2006.

GENERAL PARTNER:
BLACKWATER ASSOCIATES, LLC
By: 
Mitchell B. Kirschner,
Authorized Representative

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