

Division of Corporations

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Account Name : BROAD AND CASSEL (ORLANDO)
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FLORIDA/FOREIGN LP/LLP

MADBEC, LLLP

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**CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
MADB&C, LLLP**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the general partner of MADB&C, LLLP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be **MADB&C, LLLP**
2. The address of the office where records shall be kept shall be 14135 Happy Hill Road, Dade City, Florida 33525.
3. The name and address of the registered agent for service of process is Behrouz Madani whose address is 14135 Happy Hill Road, Dade City, Florida 33525.
4. The names and addresses of the general partners are:

Behrouz Madani and Claudia E. Madani as co-Trustees of the Behrouz Madani Family Trust dated September 26, 2006
14135 Happy Hill Road
Dade City, Florida 33525

and

Claudia E. Madani and Behrouz Madani as co-Trustees of the Claudia E. Madani Family Trust dated September 26, 2006
14135 Happy Hill Road
Dade City, Florida 33525
5. The mailing address and principal place of business of the limited partnership is 14135 Happy Hill Road, Dade City, Florida 33525.
6. The limited partnership elects to be a limited liability limited partnership.

This Agreement has been executed by the undersigned this 3rd day of October, 2006.

(SIGNATURES ON NEXT PAGE)

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GENERAL PARTNERS:

**Behrouz Madani Family Trust dated September
26, 2006**

By: Behrouz Madani
BEHROUZ MADANI, co-Trustee

By: Claudia E. Madani
CLAUDIA E. MADANI, co-Trustee

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**Claudia E. Madani Family Trust dated
September 26, 2006**

By: Claudia E. Madani
CLAUDIA E. MADANI, co-Trustee

By: Behrouz Madani
BEHROUZ MADANI, co-Trustee

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for ~~MADEC, LLC~~, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that the undersigned is familiar with the undersigned's statutory obligations as such.

Behrouz Madadani
BEHROUZ MADADANI

Dated this 3 day of October, 2006.

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