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FLORIDA/FOREIGN LP/LLP

Stoney Brook Financing Partnership, Ltd.

Certificate of Status	0
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CERTIFICATE OF LIMITED PARTNERSHIP

1. STONEBROOK FINANCING PARTNERSHIP, LTD.
(Name of Limited Partnership)
2. c/o 201 E. Pine Street, Suite 500, Orlando, Florida 32801
(Business Address of Limited Partnership)
3. N. Dwayne Gray, Jr., Esquire
(Name of Registered Agent for Service of Process)
4. Greenspoon Marder, P.A., 201 E. Pine Street, Suite 500, Orlando, Florida 32801
(Florida Street Address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. c/o 201 E. Pine Street, Suite 500, Orlando, Florida 32801
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2056
8. Name(s) of general partner(s): _____ Street address: _____
Stonebrook Financing General Partner, Inc. c/o 201 E. Pine Street, Suite 500
a Florida corporation Orlando, Florida 32801

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 10th day of OCTOBER, 2006.

Signature of all general partners:

STONEBROOK FINANCING PARTNERSHIP, LTD.,
a Florida limited partnership

By: STONEBROOK FINANCING GENERAL
PARTNER, INC., a Florida corporation, as
General Partner

By: 
Name: FABRIZIO LUCCHESI
Title: President

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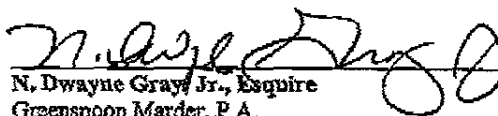
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for **STONE BROOKS FINANCING PARTNERSHIP, LTD.**, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:



N. Dwayne Gray Jr., Esquire
Greenspoon Marder, P.A.
201 E. Pine Street, 500
Orlando, Florida 32801

Dated: 10-10, 2006.

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