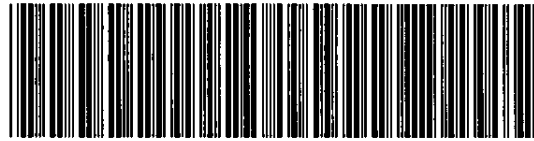


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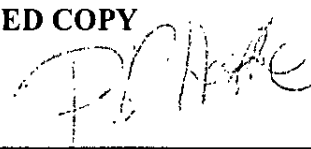
DATE: 11-20-06

NAME: ROLLING ACRES CLUB LP PARTNERS, LTD.

TYPE OF FILING: CERTIFICATE OF LLLP

COST: \$1061.25

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AUTHORIZATION: ABBIE/PAUL HODGE

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November 22, 2006

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SUBJECT: ROLLING ACRES CLUB LP PARTNERS, LTD.
Ref. Number: W06000051108

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We have received your document for ROLLING ACRES CLUB LP PARTNERS, LTD. and the authorization to debit your account in the amount of \$1061.25. However, the document has not been filed and is being returned for the following:

As discussed, we have not been able to file this because ROLLING ACRES CLUB LP PARTNERS, L.L.C. has not been filed, and was not included with the filings you sent us.

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

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Document Specialist

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
ROLLING ACRES CLUB LP PARTNERS, LTD.**

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Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the general partner of ROLLING ACRES CLUB LP PARTNERS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be **ROLLING ACRES CLUB LP PARTNERS, LTD.** (the "Partnership").

2. The address of the initial office where records shall be kept shall be 329 North Park Avenue, Suite 300, Winter Park, Florida 32789. 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 name and initial business address of the General Partner is:

ROLLING ACRES CLUB LP PARTNERS, L.L.C., a Florida limited liability company
329 North Park Avenue, Suite 300
Winter Park, Florida 32789

L06J00114987

4. The initial mailing address of the limited partnership is P.O. Box 4961, Orlando, Florida 32802-4961.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2066.

This Certificate has been executed by the undersigned as of the 7th day of November, 2006.

GENERAL PARTNER:

**ROLLING ACRES CLUB LP PARTNERS,
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 ROLLING ACRES CLUB LP PARTNERS, LTD., 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: 
Gloria E. Greiner, Vice President

Dated this 17th day of November, 2006.