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Malabar Harbor, L.L.L.P.

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**CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
MALABAR HARBOR, L.L.L.P.**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of MALABAR HARBOR, L.L.L.P. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be MALABAR HARBOR, L.L.L.P. (the "Partnership").
2. The address of the initial office where records shall be kept shall be 329 N. 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 names and initial business address of the General Partner is:
MALABAR HARBOR I MANAGERS, L.L.C., a Florida limited liability company
329 N. Park Avenue, Suite 300
Winter Park, Florida 32789
L07-23674
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, 2067.
6. The Partnership is a limited liability limited partnership.

This Certificate has been executed by the undersigned as of the 18th day of February 2007.

GENERAL PARTNER:

MALABAR HARBOR I MANAGERS, L.L.C., a
Florida limited liability company

By: _____

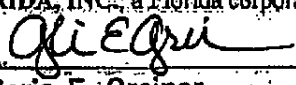
Paul M. Missigman, Manager

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for MALABAR HARBOR, L.L.P., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited liability 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 28th day of February, 2007.

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