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(Business Entity Name)

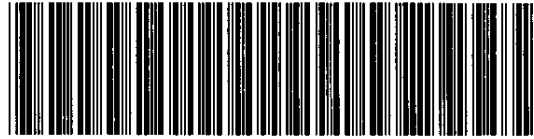
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07 MAR 22 PM 4:29

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

07 MAR 22 PM 4:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Elba Property Holdings, LLP
(Name of Florida Limited Partnership or Limited Liability Limited Partnership)

The enclosed Certificate of Limited Partnership and fees are submitted for filing.

Please return all correspondence concerning this matter to:

E. Lamar Bailey
(Contact Person)
Elba Property Holdings
(Firm/Company)
826 North Lakeshore Drive
(Address)
Tallahassee, Florida 32312
(City, State and Zip Code)

For further information concerning this matter, please call:

Libus Montgomery at (850) 878-5300
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee)
☐ \$1,008.75 Filing Fees and Certificate of Status
☐ \$1,052.50 Filing Fees and Certified Copy
☐ \$1,061.25 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CR2E030 (01/06)

FILED
07 MAR 22 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF
ELBA PROPERTY HOLDINGS, LLLP**

FILED
07 MAR 22 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a limited liability limited partnership (the "Partnership") in accordance with the Florida Revised Uniform Limited Partnership Act, certifies the following:

1. The name of the Partnership is ELBA PROPERTY HOLDINGS, LLLP.
2. The street address of the principal place of business of the Partnership in the state of Florida is 826 North Lakeshore Drive, Tallahassee, Florida 32312.
3. The name and address of the initial registered agent of the Partnership in the state of Florida is E. Lamar Bailey, 826 North Lakeshore Drive, Tallahassee, Florida 32312.

4. The name and address of the general partner of the Partnership is as follows:

<u>Name</u>	<u>Address</u>
The Second Fallschase Company, LLC	826 North Lakeshore Drive Tallahassee, Florida 32312

5. The mailing address of the Partnership is 826 North Lakeshore Drive, Tallahassee, Florida 32312.

6. The Partnership is a limited liability limited partnership.
7. The term for which the Partnership is to exist as a limited partnership shall commence on the date of filing and shall continue in perpetuity, unless sooner dissolved in accordance with the Agreement of Limited Partnership of ELBA PROPERTY HOLDINGS, LLLP, or by an act or event specified by law as one effecting dissolution.

Under penalty 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.

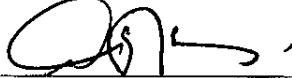
Signed this 19th day of March, 2007.

ELBA PROPERTY HOLDINGS, LLLP

By: Its General Partner

The Second Fallschase Company, LLC

By:



E. Lamar Bailey
Its Manager

**CERTIFICATE OF ACCEPTANCE OF
DESIGNATION OF REGISTERED AGENT OF
ELBA PROPERTY HOLDINGS, LLLP**

Pursuant to Sections 620.105 and 620.192, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon ELBA PROPERTY HOLDINGS, LLLP, a Florida limited liability limited partnership organized under the laws of the state of Florida, does hereby accept the appointment as Registered Agent for the above-named limited partnership, and does hereby agree to comply with any and all statutes relative to the proper performance of the duties of Registered Agent, including the maintenance of a Registered Office, which such Registered Office is located at 826 North Lakeshore Drive, Tallahassee, Florida 32312.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Tallahassee, Florida, on this 19th day of March, 2007.



E. Lamar Bailey
Registered Agent