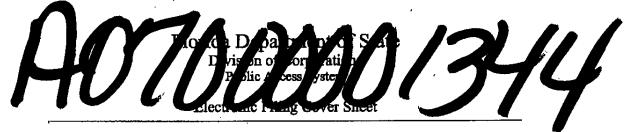
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(H07000295623 3)

CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP NEW SMYRNA BEACH REAL ESTATE CONSORTIUM, LLLP

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the general partners of NEW SMYRNA BEACH REAL ESTATE CONSORTTUM, LLLP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

- The name of the Partnership shall be NEW SMYRNA BEACH REAL ESTATE CONSORTIUM, LLLP.
- The address of the office where records shall be kept shall be 141 Via Capri, New Smyrna Beach, Florida 32169. The name and address of the registered agent for service of process is JAMES HO, 141 Via Capri, New Smyrna Beach, Florida 32169.
 - The name and address of the general partners are:

RACHAEL DIU HO, as Trustee of the JAMES HO, as Trustee of the JAMES HO FAMILY TRUST RACHAEL DIU HO FAMILY TRUST Dated November 30 , 2007 Dated November 30 ,2007 141 Via Capri 141 Via Capri New Smyrna Beach, Florida 32169 New Smyrna Beach, Florida 32169

The mailing address and principal place of business of the limited partnership 141 Via Capri, New Smyrna Beach, Florida 32169.

The limited partnership elects to be a limited liability limited partnership. 5.

This Agreement has been executed by the undersigned this November , 2007.

GENERAL PARTNERS:

JAMES HO, as Trustee of the JAMES HO FAMILY TRUST RACHAEL DIU HO FAMILY TRUST

(H07000295623 3)

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for NEW SMYRNA BEACH REAL ESTATE CONSORTIUM, LLLP, 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.

JAMES HO

Dated this 30 Hday of November , 2007.

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