

Certificate of Limited Partnership

A07000001355

FILED

December 11, 2007

Sec. Of State

gharvey

Name of Limited Partnership:

MSW PARTNERS LP, LLLP

Street Address of Limited Partnership:

60 EAST END AVENUE
#21C
NEW YORK, NY. 10028

Mailing Address of Limited Partnership:

C/O MARCIA E. LEVINE, 225 NE MIZNER BLVD.
SUITE 300
BOCA RATON, FL. 33432

The name and Florida street address of the registered agent is:

MARCIA E LEVINE
225 NE MIZNER BOULEVARD
SUITE 300
BOCA RATON, FL. 33432

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: MARCIA E. LEVINE

The name and address of all general partners are:

Title: G
MSW MANAGEMENT, LLC
60 EAST END AVENUE
NEW YORK, NY. 10028

This Limited Partnership is a Limited Liability Limited Partnership.

Signed this Eleventh day of December, 2007

I (we) declare the I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

General Partner Signature: MARLA L. SCHAEFER, MANAGING MEMBER