

Certificate of Limited Partnership

A08000000310
FILED
March 24, 2008
Sec. Of State
gharvey

Name of Limited Partnership:

SP MORGAN PLACE LP

Street Address of Limited Partnership:

2430 ESTANCIA BOULEVARD, SUITE 101
CLEARWATER, FL. US 33761

Mailing Address of Limited Partnership:

2430 ESTANCIA BOULEVARD, SUITE 114
CLEARWATER, FL. US 33761

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

DAVID O CANTU
2430 ESTANCIA BOULEVARD, SUITE 114
CLEARWATER, FL. 33761

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

Registered Agent Signature: DAVID O. CANTU

The name and address of all general partners are:

Title: G
SP MORGAN PLACE GP INC
2430 ESTANCIA BOULEVARD, SUITE 101
CLEARWATER, FL. 33761 US

The effective date for this Limited Partnership shall be:

03/24/2008

Signed this Twenty Fourth day of March, 2008

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: J DAVID PAGE, PRESIDENT