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FLORIDA/FOREIGN LP/LLLP

R S Partners I, LLLP

| | |
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DIVISION OF CORPORATIONS
SECRETARY OF STATE

G. MCLEOD

MAR 25 2008

EXAMINER

**CERTIFICATE OF LIMITED PARTNERSHIP
FOR
FLORIDA LIMITED PARTNERSHIP
OR
LIMITED LIABILITY LIMITED PARTNERSHIP**

R S Partners I, LLLP

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

2,300 S.E. 5th Avenue Apt. 1060

(Street address of initial designated office)

Boca Raton, FL 33432

3. Thomas O. Katz

(Name of Registered Agent for Service of Process)

4 2255 Glades Road, Suite 240W

(Florida street address for Registered Agent)

Boca Raton, FL 33431

5. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Thomas O. Katz

by:

Signature of Registered Agent

6300 S.E. 5th Avenue Apt. 1060

Mailing address of initial designated office:

Boca Raton, FL 33432

7. If limited partnership elects to be a limited liability limited partnership, check box

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8. Name and business address of each general partner:

Name: _____

Business Address:

Richard P. Morgenstern

300 S.E. 5th Avenue Apt. 1060

Boca Raton, FL 33432

9. Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date the document is filed by the Florida Department of State.)

Signed this 18th day of MARCH, 2008

Signature of each general partner:

Paul P. M. J. S.

Filing Fees:

\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)

Certified Copy (optional):

\$52.50

Certificate of Status (optional):

58.73

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