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Florida Department of State
Division of Corporations
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To: Division of Corporations
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FLORIDA/FOREIGN LP/LLLP

SP One Partners, Ltd.

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CERTIFICATE OF LIMITED PARTNERSHIP**OF****SP ONE PARTNERS, LTD.**

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the sole General Partner of SP One Partners, Ltd., a Florida limited partnership (the "Partnership"), hereby executes and submits for filing with the Florida Department of State this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

SP ONE PARTNERS, LTD.

2. The mailing address and street address of the Partnership currently is:

1205 West Swann Avenue
Tampa, FL 33606

3. The name and address of the agent for service of process on the Partnership are:

David A. Messinger
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130

4. The name and address of the General Partner of the Partnership are:

SP One Holdings, Inc.
1205 West Swann Avenue
Tampa, FL 33606

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as General Partner, pursuant to the provisions of Section 620.1204 of the Florida Revised Uniform Limited Partnership Act of 2005.

DATED: March 24, 2008

SP ONE HOLDINGS, INC., a Florida
corporation, its General Partner

By: Debra F. Koshler

Name: Debra F. Koshler

Title: President

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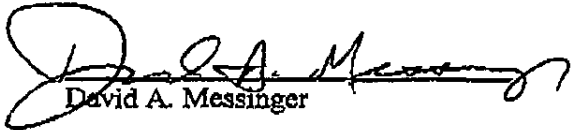
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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, David A. Messinger, hereby accept my appointment as registered agent for SP ONE PARTNERS, LTD., a Florida limited partnership. 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.

DATED: March 24, 2008


David A. Messinger

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