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Rock Beach Grill of Pembroke Pines, LLLP

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
ROCK BEACH GRILL OF PEMBROKE PINES, LLLP**

In accordance with Section 620.1201 of the Florida Statutes, this Certificate of Limited Partnership shall be filed with the Department of State of Florida, setting forth the following:

1. **Name.** The name of this limited partnership shall be "Rock Beach Grill of Pembroke Pines, LLLP."
2. **Registered Agent and Address.** The office and the name of the agent for service of process required to be maintained is as follows:

Registered Agent: Fowler White Boggs Banker P.A.
Attention: David M. Doney, Esq.

Registered Address: 501 E. Kennedy Blvd., Suite 1700
Tampa, Florida 33602

3. **General Partner.** The name and business address of the sole general partner is:

Rock Beach Holdings, LLC
16313 North Dale Mabry Highway
Tampa, Florida 33618

4. **Mailing Address.** The principal office and mailing address of the limited partnership is:

16313 North Dale Mabry Highway
Tampa, Florida 33618

5. **Termination Date.** The latest date upon which the limited partnership is to dissolve is June 30, 2058.
6. **Limited Liability Limited Partnership.** The limited partnership is formed as a limited liability limited partnership under Chapter 620, of the Florida Revised Uniform Limited Partnership Act of 2005.

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Dated this 12th day of June, 2008.

SOLE GENERAL PARTNER:

ROCK BEACH HOLDINGS, LLC,
a Florida limited liability company

By: 
Warren R. Nelson
President

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CERTIFICATE OF ACCEPTANCE

Having been named as registered agent to accept service of process for ROCK BEACH GRILL OF PEMBROKE PINES, LLLP, a Florida limited liability limited partnership, at the place designated in the attached Certificate of Limited Partnership, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Registered Agent:

FOWLER WHITE BOGGS BANKER P.A.

By: David M. DoneyDavid M. Doney
Authorized AgentDate: June, 12, 20082008 JUN 13 A 11:28
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