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From:
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FLORIDA/FOREIGN LP/LLLP

Zelman Investments, LLLP

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

1. Zelman Investments, LLLP

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

2. 425 East 58th Street, #37E

(Street address of initial designated office)

New York, New York 10022

3. David Pratt c/o Proskauer Rose LLP

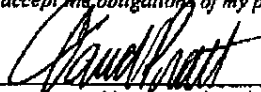
(Name of Registered Agent for Service of Process)

4. 2255 Glades Road, Suite 340W

(Florida street address for Registered Agent)

Boca Raton, Florida 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.*



Signature of Registered Agent

6. 425 East 58th Street, #37E

(Mailing address of initial designated office)

New York, New York 10022

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:

ZELMAN, INC.

c/o Martin Zelman, President

#P08000088155

425 East 58th Street, #37E

New York, New York 10022

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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 26th day of September, 2008

Signature of each general partner: _____

Zelman Holdings, Inc., General Partner

By: _____

Martin Zelman, President

Filing Fees:

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

Certified Copy (optional):

\$52.50

Certificate of Status (optional):

\$8.75

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