A-08000001063

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5FFECTIVE DATE 2/28/09



COVER LETTER

TO: Registration Section Division of Corporations SUBJECT: The Bakhatian Limited Partnership of Florida (Name of Surviving Party) The enclosed Certificate of Merger and fee(s) are submitted for filing. Please return all correspondence concerning this matter to: Jeffrey Askew, Esq. (Contact Person) Askew & Askew, P.A. (Firm/Company) PO Box 14656 (Address) North Palm Beach, FL 33408-4656 (City, State and Zip Code) For further information concerning this matter, please call: at (_561__) 775-6399

(Area Code and Daytime Telephone Number) Jeffrey Askew (Name of Contact Person) ✓ Certified copy (optional) \$52.50 STREET ADDRESS: **MAILING ADDRESS:** Registration Section Registration Section **Division of Corporations** Division of Corporations Clifton Building P. O. Box 6327

Tallahassee, FL 32314

2661 Executive Center Circle

Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE Division of Corporations

February 6, 2009

JEFFREY ASKEW, ESQ. ASKEW & ASKEW, P.A. PO BOX 14656 NORTH PALM BEACH, FL 33408-4656

SUBJECT: THE BAKHTIAN LIMITED PARTNERSHIP OF FLORIDA

Ref. Number: A08000001063

We have received your document for THE BAKHTIAN LIMITED PARTNERSHIP OF FLORIDA and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

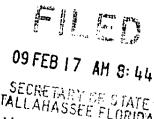
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Letter Number: 009A00004406

Neysa Culligan Regulatory Specialist II

Division of Comparations DO ROY 6227 Tallahassas Florida 22214



Certificate of Merger For

Florida Limited Partnership or Limited Liability Limited Partnership

The following Certificate of Merger is submitted in accordance with s. 620.2108, Florida Statutes.

<u>FIRST:</u> The exact name, form/entity type, and jurisdiction for each <u>merging</u> party are as follows:

<u>Name</u>	Jurisdiction	Form/Entity Type
The Bakhtian Limited Partnership	Delaware	Limited Partnership
The Bakhtian Limited Partnership of Florida	Florida	Limited Partnership
SECOND: The exact name, form/entity types follows:	pe, and jurisdiction of	the <u>surviving</u> party are
<u>Name</u>	<u>Jurisdiction</u>	Form/Entity Type
The Bakhtian Limited Partnership of Florida	Florida	Limited Partnership

THIRD: The date the merger is effective under the governing laws of the

surviving party is: December 31, 2008 FEBRUARY 28, 2009.

(NOTE: If survivor is a Florida limited partnership or limited liability limited partnership, effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State. If survivor is not a Florida limited partnership or limited liability limited partnership, effective date shall be as provided in survivor's governing statute.)

FOURTH: The merger was approved by each party as required by its governing law.

FIFTH: If the surviving party is a foreign organization not qualified to transact business in this state, the street address and mailing address of an office which the Florida Department of State may use for the purposes of s. 620.2109(2), F.S., are as follows:

Street address:	Not Applicable	
Mailing address:		
Ü		

SIXTH: Other provisions, if any, relating to the merger:

Not Applicable

SEVENTH: Signature(s) for Each Party:

(Merger must be signed by all general partners of Florida limited partnerships or limited liability limited partnerships and by the authorized representative of each other party.)

Name of Entity/Organization:	Signature(s):	Name of Individual:
Bakhtian Management Company, Inc.		B. Bakktawan
(General Partner of The Bakhtian Limited Partnership)		Bijan Bakhtian, Pres.
Bakhtian Managment Company, LLC		B. Babbanan
(General Partner of The Bakhtian Limited Partnership of Florida)		Bijan Bakhtian, Managing Member

Fees: Filing Fees:

\$52.50 Per Party

Certified Copy:

\$52.50 (Optional)

Certificate of Status: \$8.75 (Optional)

SECRETARY OF STATE