

A09000000097

Division of Corporations

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BPA II, Ltd.

Certificate of Status	1
Certified Copy	1
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G. MCLEOD

EXAMINER

CERTIFICATE OF LIMITED PARTNERSHIP**OF****BPA II, LTD.**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of BPA II, LTD., (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be BPA II, LTD. (the "Partnership").
2. The address of the initial office where records shall be kept shall be The Brandywine Centre 1, 580 Village Blvd., Suite 360, West Palm Beach, Florida 33409. The name and address of the initial registered agent for service of process is The Richman Group of Florida, Inc., The Brandywine Centre 1, 580 Village Blvd., Suite 360, West Palm Beach, Florida 33409.
3. The names and initial business address of the General Partner is:

BPA II GP, LLC, a Florida limited liability company
The Brandywine Centre 1
580 Village Blvd., Suite 360
West Palm Beach, Florida 33409
4. The initial mailing address of the limited partnership is The Brandywine Centre 1, 580 Village Blvd., Suite 360, West Palm Beach, Florida 33409.
5. The latest date upon which the Partnership is to dissolve shall be December 31, 2069.
6. The Partnership hereby elects to not be a limited liability limited partnership.

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This Certificate has been executed by the undersigned as of the 5th day of February, 2009.

GENERAL PARTNER:

BPA II GP, LLC, a Florida limited liability company

By: TRG Member, LLC, a Florida limited liability company, its sole member

By: 

William T. Fabbri
Executive Vice President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for BPA II, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such.

THE RICHMAN GROUP OF FLORIDA, INC., a
Florida corporation

By: 

William T. Fabbri, Executive Vice President

Dated this 5th day of ~~January~~ ^{February}, 2009.