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FLORIDA/FOREIGN LP/LLLP

SEMBLER HOLDINGS V, LTD.

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CERTIFICATE OF LIMITED PARTNERSHIP OF SEMBLER HOLDINGS V, LTD. a Florida limited partnership

The undersigned General Partner, desiring to form a limited partnership pursuant to the laws of the State of Florida, hereby states:

- 1. The name of the Partnership is SEMBLER HOLDINGS V, LTD.
- 2. The mailing address and principal place of business is 5858 Central Avenue, St. Petersburg, Florida 33707-1728.
- 3. The name and address of the agent for service of process on the Partnership are:

Melvin F. Sembler 5858 Central Avenue St. Petersburg, Florida 33707-1728

4. The names and business addresses of the General Partners are:

MELVIN F. SEMBLER, as trustee of the MELVIN F. SEMBLER FAMILY TRUST, u/a/d March 14, 1975 5858 Central Avenue St. Petersburg, Florida 33707-1728

BETTY S. SEMBLER, as trustee of the BETTY S. SEMBLER FAMILY TRUST, u/a/d March 14, 1975 5858 Central Avenue St. Petersburg, Florida 33707-1728

5. The latest date upon which the Partnership shall dissolve is December 31, 2059.

The execution of this Certificate by the undersigned General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by the General Partners of SEMBLER HOLDINGS V, LTD, this 150 day of Ave. 2009.

GENERAL PARTNERS

Melvin F. Sembler, Truste

Belty S. Sembler, Trustee

Prepared by:
Bruce H. Bokor, Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
011 Chestnut Street
Clearwater, Florida 39756
(727) 461-1818
FL Bar No. 0150340

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CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to <u>Fla. Stat.</u> §48.061, SEMBLER HOLDINGS V, LTD., desiring to organize under the laws of the State of Florida, hereby designates Melvin F. Sembler, located at 5858 Central Avenue, St. Petersburg, Florida 33707-1728, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of <u>Fia. Stat.</u> §48.061 relative to maintaining an office for the service of process.

Dated: April , 2009

MELVIN F. SEMBLER