

04/23/2009

Division of Corporations

BERGER SINGERMANN - 850-617-6383

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Florida Department of State
Division of Corporations
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Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : BERGER SINGERMANN - FORT LAUDERDALE
Account Number : I20020000154
Phone : (954)525-9900
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TALLAHASSEE, FLORIDA

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FLORIDA/FOREIGN LP/LLP

SBD Cruise Limited Partnership

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$1,052.50

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EXAMINER

H09000049291

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SBD CRUISE LIMITED PARTNERSHIP**

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), and Section 620.108 of the Florida Statutes, the undersigned, being the sole General Partner of SBD CRUISE LIMITED PARTNERSHIP hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is SBD CRUISE LIMITED PARTNERSHIP (the "Limited Partnership").

2. The business address the Limited Partnership is:

2650 N. Military Trail, Suite 240
Boca Raton, Florida 33431

3. The mailing address the Limited Partnership is:

2650 N. Military Trail, Suite 240
Boca Raton, Florida 33431

4. The name of the registered agent for service of process required by Section 620.105 of the Florida Statutes is:

BSPA Corporate Services, Inc.

5. The Florida street address for the registered agent is:

350 E. Las Olas Blvd., 10th Floor
Ft. Lauderdale, FL 33301

6. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of SBD CRUISE LIMITED PARTNERSHIP, at the place designated in this Certificate of Limited Partnership of SBD CRUISE LIMITED PARTNERSHIP, I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by Section 620.192 of the Florida Statutes and I agree to comply with the provisions of Florida law relative to keeping the registered office open.

BSPA CORPORATE SERVICES, INC.

By: _____

Its: _____

Dated: April 23, 2009

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TALLAHASSEE, FLORIDA

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7. The name and business address of the sole general partner is as follows:

SBD CRUISE, INC.
2650 N. Military Trail, Suite 240
Boca Raton, Florida 33431

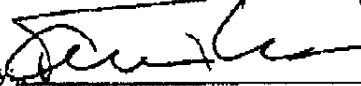
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8. The latest date upon which the limited partnership is to dissolve is December 31, 2058.

Under penalty of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

IN WITNESS WHEREOF, the sole General Partner has executed the foregoing Certificate of Limited Partnership on the 23rd day of April, 2009 in accordance with section 620.114 of the Florida Statutes.

SBD CRUISE, INC., a Florida corporation

By: 

Daniel D. Mielnicki, Assistant Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT

THE UNDERSIGNED, constituting the sole general partner of **SBD CRUISE LIMITED PARTNERSHIP**, a Florida Limited Partnership, hereby certifies as follows:

1. The amount of capital contributions to date of the limited partners is: **\$-0-**.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals **\$10,000.00**.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

Signed this 23rd day of April, 2009.

SBD CRUISE, INC., a Florida corporation

By: 

Daniel D. Mielnicki, Assistant Secretary

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