

A09000000452

Division of Corporations

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GS ASSET MANAGEMENT, LLLP

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(H09000153647 3)

**CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
GS ASSET MANAGEMENT, LLLP**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the general partners of GS ASSET MANAGEMENT, LLLP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be **GS ASSET MANAGEMENT, LLLP**.
2. The address of the office where records shall be kept shall be 922 Anchorage Road, Tampa, Florida 33602. The name and address of the registered agent for service of process is DeLeon R. Sheffield, 922 Anchorage Road, Tampa, Florida 33602.
3. The name and address of the general partner is:

Gary Sheffield, Trustee of the GS Trust dated August 21, 2006
as amended and restated June 19, 2009
922 Anchorage Road
Tampa, Florida 33602
4. The mailing address and principal address of the limited partnership is 922 Anchorage Road, Tampa, Florida 33602.
5. The limited partnership elects to be a limited liability limited partnership.

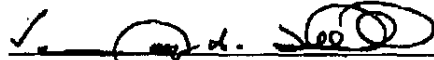
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This Agreement has been executed by the undersigned this 19th day of June, 2009.

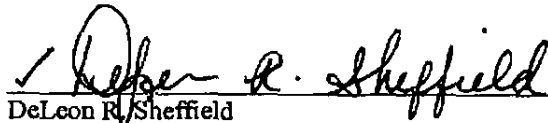
GENERAL PARTNER:



Gary A. Sheffield, Trustee of the GS Trust dated August 21, 2006, as amended and restated June 19, 2009.

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for GS ASSET MANAGEMENT, LLLP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that the undersigned is familiar with the undersigned's statutory obligations as such.



DeLeon R. Sheffield

Dated this 19th day of June, 2009.

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