

To: The Florida Dept. of State
Subject: 000399.107258

Division of Corporations

From: Ashley Smith

Friday, July 10, 2009 2:33 PM Page: 1 of 4

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Florida Department of State
Division of Corporations
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Electronic Filing Cover Sheet

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Biscuit Management, LLC
has been
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L. SELLERS

To:

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

JUL 18 2009

From:

Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

EXAMINER

000399.107258

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

**BISCUIT FAMILY ENTERPRISES, LTD.
a Florida Limited Partnership**

The undersigned General Partner, desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act, as set forth in Chapter 620 of the Florida Statutes, does hereby state the following:

1. The Partnership's name is BISCUIT FAMILY ENTERPRISES, LTD, a Florida Limited Partnership.
2. The address of the office of the Partnership is:

c/o Jonathan D. Fleece, Esquire
Blalock, Walters, Held & Johnson, P.A.
802 11th Street West
Bradenton, FL 34205

3. The name and street address of the Agent for service of process on the Partnership are as follows:

Jonathan D. Fleece, Esquire
Blalock, Walters, Held & Johnson, P.A.
802 11th Street West
Bradenton, FL 34205

4. The name and business address of the General Partner are as follows:

BISCUIT MANAGEMENT, LLC
c/o Jonathan D. Fleece, Esquire
Blalock, Walters, Held & Johnson, P.A.
802 11th Street West
Bradenton, FL 34205

5. The mailing address of the Partnership is:

c/o Jonathan D. Fleece, Esquire
Blalock, Walters, Held & Johnson, P.A.
802 11th Street West
Bradenton, FL 34205

6. The latest date on which the Limited Partnership is to be dissolved and its affairs wound up is December 31, 2059, unless the term of the Partnership is further extended by a Majority in Interest of the Partners, as defined in the Partnership Agreement.

To: The Florida Dept. of State
Subject: 000399 107258

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Friday, July 10, 2009 2:33 PM Page: 3 of 4

H090001610673

7. The effective date of this Certificate of Limited Partnership shall be the effective date of the filing of the Certificate of Limited Partnership with the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by Jonathan D. Fleece, Esquire, as Manager of BISCUIT MANAGEMENT, LLC, a Florida Limited Liability Company, the General Partner of BISCUIT FAMILY ENTERPRISES, LTD, a Florida Limited Partnership, this 9th day of JULY, 2009.

WITNESSES:

Layaine McColl
Sarah Dendoff

BISCUIT MANAGEMENT, LLC,
a Florida Limited Liability
Company
By: Jonathan D. Fleece
Jonathan D. Fleece, Manager

"AS GENERAL PARTNER"

THIS INSTRUMENT PREPARED BY:
JOHN A. MORAN, ESQUIRE
Florida Bar No. 718335
DUNLAP & MORAN, P.A.
Post Office Box 3948
Sarasota, FL 34230-3948
Telephone: 941-366-0115
JAM:cb/8973-1/Cert of Lim Part

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TALLAHASSEE, FLORIDA
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Friday, July 10, 2009 2:33 PM Page: 4 of 4

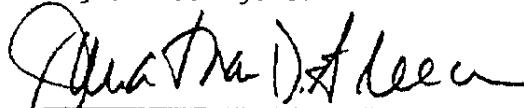
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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

Having been named as statutory Registered Agent for BISCUIT FAMILY ENTERPRISES, LTD, a Florida Limited Partnership (the "Partnership" in the foregoing Certificate of Limited Partnership), I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

Dated: 7/9, 2009.

Registered Agent:



c/o Jonathan D. Fleece, Esquire
Bialock, Walters, Held & Johnson, P.A.
802 11th Street West
Bradenton, FL 34205