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To:

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Michelle Narea-Popu

From:

Account Name : GREENSPOON MARDER, P.A.
Account Number : 076064003722
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FLORIDA/FOREIGN LP/LLLP**N&L BUTERS LTD.**

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$1,061.25

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Resubmitted
for filing
7/13/09.

July 13, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GREENSPOON MARDER P.A.

SUBJECT: N&L BUTTERS LTD.
REF: W09000031448

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

The name is listed as N&L BUTTERS INC. in the Designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neyssa Culligan
Regulatory Specialist II

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**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

**CERTIFICATE OF LIMITED PARTNERSHIP
OF**

N&L BUTTERS LTD.

A Florida Limited Partnership

The undersigned General Partners, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership law, hereby states the following:

- i) The name of the partnership is N&L BUTTERS LTD.
- ii) The principal address and the mailing address of the office of the partnership is 2005 W Cypress Creek Rd, Suite 202, Ft. Lauderdale, FL 33309.
- iii) The name and address of the agent for service of process on the partnership is Lila Butters, 2005 W Cypress Creek Rd, Suite 202, Ft. Lauderdale, FL 33309.
- iv) The name and business address of the General Partners and the mailing address of the partnership are N&L Butters, Inc. a Florida Corporation, 2005 W Cypress Creek Rd, Suite 202, Ft. Lauderdale, FL 33309. *pg- 58844*
- v) The latest date upon which the partnership shall dissolve is December 31, 2057.
- vi) No Limited Partner shall be entitled to withdraw or demand the return of any part of its capital contribution except upon dissolution of the partnership.
- vii) All annual net profits of the partnership shall be divided among the partners in the same proportions as the partners' then capital accounts unless retained for partnership investments and business activities.

viii) There is no priority of any one (1) Limited Partner over another with respect to the contributions or compensation by way of income.

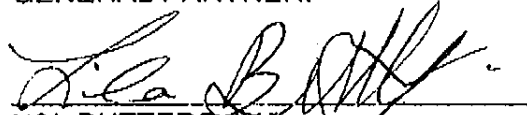
ix) A Limited Partner may not demand property other than cash in return for its contributions.

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.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partners of N&L BUTTERS LTD, this 8 day of July, 2009.

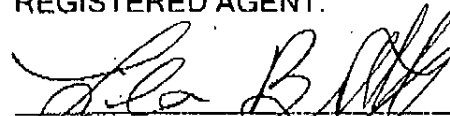
Witnesses:

GENERAL PARTNER:


N&L BUTTERS, INC.
By: LILA BUTTERS, PRESIDENT

Having been named as registered agent for N&L BUTTERS LTD, a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


LILA BUTTERS

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