

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA/FOREIGN LP/LLP
Enterprise Investment Group Partners, Ltd.

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EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP**OF****ENTERPRISE INVESTMENT GROUP PARTNERS, LTD.**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of ENTERPRISE INVESTMENT GROUP PARTNERS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be ENTERPRISE INVESTMENT GROUP PARTNERS, LTD. (the "Partnership").

2. The address of the initial office where records shall be kept shall be 700 West Morse Boulevard, Suite 220, Winter Park, Florida 32789. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

3. The name and initial business address of the General Partner is:

ENTERPRISE INVESTMENT GROUP MANAGERS, L.L.C., a Florida
limited liability company
700 West Morse Boulevard, Suite 220
Winter Park, Florida 32789

4. The initial mailing address of the limited partnership is 700 West Morse Boulevard, Suite 220, Winter Park, Florida 32789.

5. The period of duration for the Partnership shall be perpetual, unless dissolved in accordance with the terms of the governing partnership agreement of the Partnership.

This Certificate has been executed by the undersigned as of the 13th day of January, 2010.

GENERAL PARTNER:

**ENTERPRISE INVESTMENT GROUP
MANAGERS, L.L.C.**, a Florida limited liability
company

By: _____

Paul M. Missignam, Manager

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for ENTERPRISE INVESTMENT GROUP PARTNERS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such.

**B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC., a Florida corporation**

By: _____

Janice Myers, Vice President

Dated this 3rd day of January, 2010.SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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