

Division of Corporations

Page 1 of 2

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H10000051579 3)))



H100000515793ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : BROAD AND CASSEL (ORLANDO)
Account Number : I19980000090
Phone : (407) 839-4200
Fax Number : (407) 839-4264

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FLORIDA/FOREIGN LP/LLLP
FL Tax Holdings 2010, Ltd.

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

G. MCLEOD

MAR - 8 2010

EXAMINER

RECEIVED

10 MAR - 5 AM 6:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 MAR - 5 AM 9:52

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
FL TAX HOLDINGS 2010, LTD.**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the general partner of FL TAX HOLDINGS 2010, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be FL TAX HOLDINGS 2010, LTD. (the "Partnership").

2. The address of the initial office where records shall be kept shall be 700 West Monte 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 names and initial business addresses of the General Partners are:

FL TAX HOLDINGS 2010, L.L.C., a Florida limited liability company
700 West Monte Boulevard, Suite 220
Winter Park, Florida 32789

4. The initial mailing address of the limited partnership is P.O. Box 4961, Orlando, Florida 32802-4961.

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.

6. The Partnership hereby elects to be a limited partnership.

This Certificate has been executed by the undersigned as of the 5th day of March, 2010.

GENERAL PARTNER:

FL TAX HOLDINGS 2010, L.L.C., a Florida
limited liability company

By: _____

Paul M. Missigman, Manager

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

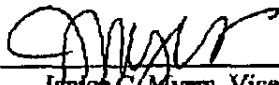
10 MAR -5 AM 9:52

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for FL TAX HOLDINGS 2010, 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 C. Myers, Vice President

Dated this 5th day of March 2010.