

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA/FOREIGN LP/LLLP

Nesbitt Holdings, LLLP

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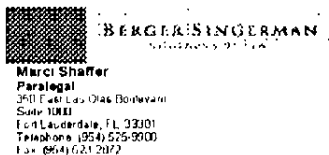
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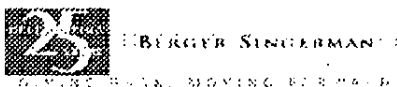
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H10000126415

CERTIFICATE OF LIMITED PARTNERSHIP
OF
NESBITT HOLDINGS, LLLP

The undersigned, in forming a Florida limited liability limited partnership under the Florida Revised Uniform Limited Partnership Act of 2005, as amended (the "Act"), Chapter 620 of the Florida Statutes, hereby adopts the following Certificate of Limited Partnership:

1. The name of the limited liability limited partnership is Nesbitt Holdings, LLLP (hereinafter, the "Partnership").

2. The mailing and principal address of the Partnership is 3450 West Buschwood Park Drive, Suite 195, Tampa, Florida 33618.

3. The name and street address of the initial registered agent of the Partnership are Steven M. Nesbitt, 3450 West Buschwood Park Drive, Suite 195, Tampa, Florida 33168.

4. The name and business address of the general partner of the Partnership are

Nesbitt GP, LLC
3450 West Buschwood Park Drive, Suite 195
Tampa, Florida 33168

5. The Partnership is a limited liability limited partnership.

Under penalties of perjury the undersigned has read the foregoing and know the contents thereof and that the facts herein are true and correct.

Signed this 28 day of May, 2010.

SOLE GENERAL PARTNER:

NESBITT GP, LLC

By: _____

Nick Jovanovich
Authorized Representative

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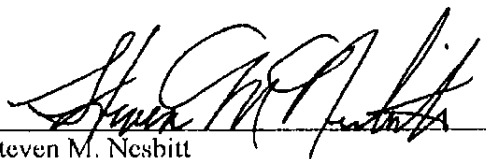
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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for Nesbitt Holdings, LLLP at the place designated in paragraph 3 of the Certificate of Limited Partnership, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 620, F.S.


Steven M. NesbittDated: May 25, 2010SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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