

Division of Corporations

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Florida Department of State
Division of Corporations
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF**

MLF 2, LTD.

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of MLF 2, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be MLF 2, LTD. (the "Partnership").
2. The address of the initial office where records shall be kept shall be 540 Second Avenue, South, St. Petersburg, Florida 33701.
3. The name of the initial registered agent for service of process is James M. Chadwick, and the street address of the initial registered office is 1511 N. Westshore Boulevard, Suite 300, Tampa, Florida 33607.
4. The name and initial business address of the General Partner is:

MLF HOUSING, INC., a Florida corporation
540 Second Avenue, South
St. Petersburg, Florida 33701
4. The initial mailing address of the limited partnership is 1511 N. Westshore Boulevard, Suite 300, Tampa, Florida 33607.
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 not to be a limited liability limited partnership.

This Certificate has been executed by the undersigned as of the 13th day of January, 2011.

GENERAL PARTNER:

MLF HOUSING, INC., a Florida corporation

By: Douglas M. Lampe

Name: Douglas M. Lampe

Title: President

ACKNOWLEDGEMENT OF REGISTERED AGENT

The undersigned, JAMES M. CHADWICK, having been designated as the Registered Agent for MLF 2, LTD., hereby accepts the designation and agrees to act as the Registered Agent of the Partnership and states that he is familiar with and accepts his statutory obligations as such.


James M. Chadwick

Dated this 13th day of January, 2011.