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FLORIDA/FOREIGN LP/LLLP
PENHA IMAGE DUTY FREE LTD.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$1,061.25

A. LUNT
MAY 20 2010
EXAMINER

**CERTIFICATE OF LIMITED PARTNERSHIP OF
PENHA IMAGE DUTY FREE LTD.
a Florida limited partnership**

The undersigned, as the sole general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620 of the Florida Statutes, hereby states the following:

ARTICLE I.

Name of the Limited Partnership

The name of the Limited Partnership is as follows:

PENHA IMAGE DUTY FREE LTD.

ARTICLE II.

Address of the Limited Partnership

The address of the office of the Limited Partnership is as follows:

7270 NW 12th Street
Suite 300
Miami, Florida 33126

ARTICLE III.

Registered Agent and Registered Office

The name and address of the agent for service of process on the Limited Partnership is as follows:

CFRA, LLC
100 S. Ashley Drive
Suite 400
Tampa, Florida 33602

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**ARTICLE IV.
General Partner**

The name and business address of the sole general partner is as follows:

Image Duty-Free Services, Inc.
7270 NW 12th Street
Suite 300
Miami, Florida 33126

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ARTICLE V.

Mailing Address of the Limited Partnership

The mailing address of the Limited Partnership is as follows:

7270 NW 12th Street
Suite 300
Miami, Florida 33126

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**ARTICLE VI.
Term of the Limited Partnership**

The term for which the Limited Partnership is to exist is until May 18, 2061, unless sooner dissolved by written consent.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of Penha Image Duty Free Ltd. as of the 18th day of May, 2011.

General Partner:

Image Duty-Free Services, Inc.

By: *Leon Tenenbaum*
Leon Tenenbaum, Chairman of the Board

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 18th day of May, 2011.

CFRA, LLC, a Florida Limited Liability Company

By: Robert B. Macaulay
Robert B. Macaulay, Authorized Agent

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