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TO ACKNOWLEDGE

DEPARTMENT OF STATE OF VISION OF CORPORATION

11 JUN-9 PH 3: 18

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Manson Venture Capi	tal LTD				7
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				Foreign Corp. File	
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CERTIFICATE OF LIMITED PARTNERSHIP FOR MANSON VENTURE CAPITAL, LTD.

THE OF STATIONS ON TO the

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act of 2005 as set forth in Section 620 of the Florida Statutes, hereby states the following:

- 1. The name of the partnership is MANSON VENTURE CAPITAL, LTD.
- 2. The address of the office of the partnership is 1119 Soundview Trail, Gulf Breeze, Florida 32561.
- 3. The name and address of the registered agent for service of process on the partnership is: FRANK J. MANSON, whose address is 1119 Soundview Trail, Gulf Breeze, Florida 32561.

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

FRANK J. MANSON

Registered Agent

4. The name and business address of the General Partner is as follows:

MANSON CAPITAL MANAGEMENT, L.L.C.

c/o Frank J. Manson 1119 Soundview Trail Gulf Breeze, Florida 32561

L11000015678

- 5. The mailing address of the partnership is: 1119 Soundview Trail, Gulf Breeze, Florida 32561.
- 6. The latest date upon which the partnership shall dissolve is **December 31, 2061**.

This Certificate of Limited Partnership has been executed by the General Partner, this 21st day of April, 2011.

MANSON CAPITAL MANAGEMENT, L.L.C., a Florida Limited Liability Company

FRANK J. MANSON, Its Manager

As the GENERAL PARTNER of

MANSON VENTURE CAPITAL, LTD.

STATE OF FLORIDA COUNTY OF ESCAMBIA

Before the subscriber, a Notary Public, personally appeared FRANK J. MANSON, who is personally known to me and who is described by the said name in and who executed the foregoing instrument, and to be the Manager of MANSON CAPITAL MANAGEMENT, L.L.C., which is the General Partner of MANSON VENTURE CAPITAL, LTD., and who acknowledged and declared that he, as such Manager of said limited liability company, and being duly authorized by it, signed its name and affixed its seal to and executed the said instrument for it and as its act and deed for the uses and purposes therein set forth.

GIVEN under my hand and official seal this 21st day of April, 2011.

My Comm. Expires

NOTARY PUBLIC

Typed Name: William V. Linne Commission Expires: 12-30-11

Commission No.: DD714213

clients\manson.frank\flp\certificate