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(Requestor's Name)

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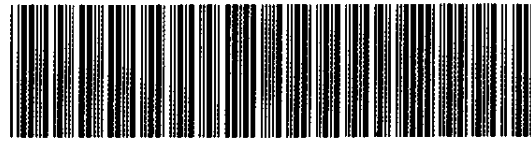
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Culligan

SEP 22 2011

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Southport Springs Park Sponsor Owner, LLLP

Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Limited Partnership and fees are submitted for filing.

Please return all correspondence concerning this matter to:

Jacob C. Dykxhoorn

Contact Person

Peterson & Myers, P.A.

Firm/Company

P.O. Box 1079

Address

Lake Wales, FL 33859-1079

City, State and Zip Code

sblrealty@aol.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jacob C. Dykxhoorn

at (863) 676-7611

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee) ☒ \$1,008.75 Filing Fees and Certificate of Status ☐ \$1,052.50 Filing Fees and Certified Copy ☐ \$1,061.25 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

CERTIFICATE OF LIMITED PARTNERSHIP
FOR
SOUTHPORT SPRINGS PARK SPONSOR OWNER, LLLP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability limited partnership under the provisions of the Florida Revised Uniform Limited Partnership Act of 2005, as set forth in Section 620.1101, et. seq. of the Florida Statutes, do hereby certify to the following:

1. The name of the partnership (hereinafter the "Partnership") is Southport Springs Park Sponsor Owner, LLLP.
2. The street address of the initial designated office of the Partnership is: 501 Brickell Key Drive, Suite 103, Miami, FL 33131.
3. The mailing address of the initial designated office of the Partnership is: 501 Brickell Key Drive, Suite 103, Miami, FL 33131.
4. The name and Florida street address of the initial registered agent, for service of process on the Partnership, are: Gerard Berger, 501 Brickell Key Drive, Suite 103, Miami, FL 33131.
5. The name and the business address of each general partner are as follows:

Southport Management Associates, LLP *LLP 06-26-32*
501 Brickell Key Drive, Suite 103, Miami, FL 33131

6. This Partnership elects to be and is organized as a limited liability limited partnership.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated: September 20, 2011

Signed, sealed and delivered
in the presence of:

[Must be signed by all General Partners]

Southport Management Associates, LLP, a
Florida limited liability partnership
By: Berger Management LLP, a Florida limited
liability partnership, as its Managing Partner

Sign Name: *E. Weil*
Print Name: ELLEN WEIL
Witness #1

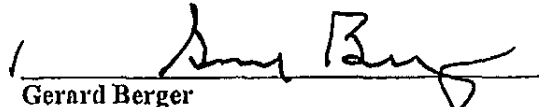
By: *Gerard Berger*
Gerard Berger, as its sole Managing
Partner

Sign Name: *E. Berger*
Print Name: Emilio Berger
Witness #2

**ACCEPTANCE OF REGISTERED AGENT
FOR
SOUTHPORT SPRINGS PARK SPONSOR OWNER, LLLP**

Having been named as registered agent to accept service of process upon the above named partnership, at the address designated in 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 I state that I am a resident of the State of Florida and I am familiar with, and accept, the obligations of my position as registered agent.

Dated: September 20, 2011


Gerard Berger

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TALLAHASSEE, FLORIDA