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Worthington Family Holdings, LLLP

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(H11000282096 3)

**CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
WORTHINGTON FAMILY HOLDINGS, LLLP**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the general partner of **WORTHINGTON FAMILY HOLDINGS, LLLP** (the "Partnership"), hereby submit the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be **WORTHINGTON FAMILY HOLDINGS, LLLP**.

2. The address of the office where records shall be kept shall be 600 Tallevast Road, Suite 202, Sarasota, Florida 34243. The name and address of the registered agent for service of process is Norman A. Worthington, III, 600 Tallevast Road, Suite 202, Sarasota, Florida 34243.

3. The names and addresses of the general partners are:

Norman A. Worthington, III, Trustee of the Norman A. Worthington, III
Inter Vivos Trust Agreement dated March 19, 1990, as amended and
restated November 16, 2011
4074 Robert's Point Road
Sarasota, Florida 34242

Susan Marie Keating, Trustee of the Susan Marie Keating Family Trust
dated November 16, 2011
4074 Robert's Point Road
Sarasota, Florida 34242

4. The mailing address and principal address of the limited partnership is 600 Tallevast Road, Suite 202, Sarasota, Florida 34243.

5. The limited partnership elects to be a limited liability limited partnership.


(SIGNATURES ON FOLLOWING PAGE)

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This Agreement has been executed by the undersigned this 8th day of November, 2011.

GENERAL PARTNERS:


Norman A. Worthington, III, Trustee of the Norman A. Worthington, III Inter Vivos Trust Agreement dated March 19, 1990, as amended and restated November 16, 2011


Susan Marie Keating, Trustee of the Susan Marie Keating Family Trust dated Nov 8, 2011, 2011

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for **WORTHINGTON FAMILY HOLDINGS, LLLP**, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that the undersigned is familiar with the undersigned's statutory obligations as such.


NORMAN A. WORTHINGTON, III

Dated this 16 day of November, 2011.