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To:

Division of Corporations

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From:

Account Name : THE FARR LAW FIRM

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FLORIDA/FOREIGN LP/LLLP Carr Family Limited Partnership, LLLP

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April 3, 2012

THE FARR LAW FIRM

SUBJECT: CARR FAMILY LIMITED PARTNERSHIP, LLLP

REF: W12000018516

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is J01999,

The name of your limited liability limited partnership cannot include a limited partnership suffix. The name must include an acceptable limited liability limited partnership suffix. Acceptable limited liability limited partnership suffixes include: Limited Liability Limited Partnership, L.L.L.P. or LLLP. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Barbara Bostick Regulatory Specialist II FAX Aud. #: H12000085404 Letter Number: 312A00010836

The document number of the name conflict is .

FILED

CERTIFICATE OF LIMITED PARTNERSHIP

CARR FAMILY LIMITED PARTNERSHIP, LLLP

On this	31 day of Au	.9US+ , 20	0 <i>09</i> , the unde	ersigned, being au	ithbrižed to
form a limited I	iability limited part	tnership (the "Pa	rtnership") purs	suant to the provi	sions of the
Florida Revised	Uniform Limited	Partnership Act,	as amended (t	he "Act"), hereb	y certify as
follows:		•	•	,-	

- 1. <u>Name and Limited Liability Status</u>. The name of the Partnership is CARR FAMILY LIMITED PARTNERSHIP, LLLP. The Limited Partnership elects limited liability limited partnership status.
- 2. Registered Agent and Registered Office. The name and address of the Partnership's registered agent and registered office address required to be maintained by FLA. STAT. § 620.105 is DAVID A. HOLMES, 99 Nesbit Street, Punta Gorda, Florida 33950.
- 3. <u>Business Address</u>. The business and mailing address of the Partnership is condard H.M. Carr, 99 Nesbit Street, Punta Gorda, FL 33950.
- 4. General Partner. The name and address of the General Partner of the Partnership is:

DAROL H.M. CARR 99 Nesbit Street Punta Gorda, FL 33950

- 5. <u>Period of Existence</u>. The period of existence of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Florida Department of State-Corporations Division and shall continue until dissolution January 1, 2108.
- 6. <u>Limited Partnership Agreement</u>. Any limited partnership agreement of the Partnership (the "Limited Partnership Agreement") must be in writing.
- 7. <u>Management</u>. The Partnership shall be managed by its General Partner in accordance with the procedures prescribed in the Limited Partnership Agreement; provided, however, that without prior written consent or authorization by the majority in interest of the Limited Partners of the Partnership, no General Partner shall be authorized to take any action set forth below:
- a. commit act in contravention or violation of this certificate of limited partnership or the limited partnership agreement;
- b. commit any act which would make it impossible to carry on the ordinary business of the partnership;
 - c. confess a judgment against the partnership;

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- d. possess any partnership property, or assign the rights of the partners in partnership property, for other than a partnership purpose;
- e. assign partnership property or assets in trust for creditors or on the basis of an assignee's promise or undertaking to pay the debts or obligations of the partnership;
 - f. commingle partnership funds with the funds of others, or
- g. admit a person or entity as a general partner of the partnership except as provided in the limited partnership agreement.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership as the General Partner of the Partnership.

1/1

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability partnership at the place designated in this certificate, 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DAVID A. HOLMES

Registered Agent

FILING NOTICE:

Carr Family Limited Partnership, LLLP was formed on August 31, 2009 when this Certificate of Limited Partnership was executed and electronically filed with the Florida Department of State Division of Corporations under document number H090001926643. Due to an error at the Division of Corporations, the filing of the Certificate of Limited Partnership was not noted in the records of the Division of Corporations at that time. This error resulted in the refiling of the Certificate of Limited Partnership on April 2, 2012 under document number H120000854043.