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To:

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From:

Account Name : STEINBERG GARELLEK P.L.
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FLORIDA/FOREIGN LP/LLLP
SCARLETT PLACE INVESTMENT LLLP

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

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EXAMINER

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CERTIFICATE OF LIMITED LIABILITY LIMITED PARTNERSHIP
OF
SCARLETT PLACE INVESTMENT LLLP

The undersigned, desiring to form a limited liability limited partnership pursuant to Section 620.1201, Florida Statutes do hereby certify as follows:

ARTICLE I - NAME

The name of the limited partnership is SCARLETT PLACE INVESTMENT LLLP.

ARTICLE II - MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office is 3700 Airport Road, Suite 404, Boca Raton, FL 33431.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the limited partnership's registered agent are SG Registered Agent LLC, 700 S. Federal Highway, Suite 200, Boca Raton, FL 33432.

ARTICLE IV - GENERAL PARTNER

The name and address of the General Partner of the limited liability limited partnership is:

SP Investment GP LLC
3700 Airport Road, Suite 404
Boca Raton, FL 33431

The Partnership elects to be a Limited Liability Limited Partnership.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership as of the 7 day of June, 2012.

SP Investment GP LLC, General Partner


By: Ronald Eisenberg, its Manager

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for SCARLETT PLACE INVESTMENT LLLP at the place designed in Article IV of the Certificate of Partnership, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity.

The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the obligations of the position as registered agent as provided for in Chapter 608, F.S.

SG REGISTERED AGENT LLC

By: _____

Lawrence Steinberg, Manager

Dated: _____

June 7, 2012

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TALLAHASSEE, FLORIDA

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