

DEC. 19, 2012
DIVISION OF CORPORATIONS

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Florida Department of State
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Bay Harbor Partners, LLLP

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EXAMINER

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
BAY HARBOR PARTNERS, LLLP
a Florida limited liability limited partnership

The undersigned general partner, desiring to form a limited liability limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby states the following:

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1. The name of the limited partnership is Bay Harbor Partners, LLLP (the "Partnership").
2. The address of the office of the Partnership is 2828 Coral Way, Suite 303, Miami, Florida 33145.
3. The name and address of the agent for service of process on the Partnership is BCRA, LLC, 7777 Glades Road, Suite 300, Boca Raton, Florida 33434.
4. The name and business address of the general partner of the Partnership is: Bay Harbor Partners GP, LLC, 2828 Coral Way, Suite 303, Miami, Florida 33145.
L12-158760
5. The mailing address of the Partnership is 2828 Coral Way, Suite 303, Miami, Florida 33145.
6. The Partnership elects to be a limited liability limited partnership.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by the sole General Partner of the Partnership this 19th day of December, 2012.

GENERAL PARTNER:

Bay Harbor Partners GP, LLC,
a Florida limited liability company

By: 
Nelson Stabile, Manager

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Bay Harbor Partners, LLLP, a Florida limited liability limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

BCRA, LLC,
a Florida limited liability company

By: _____

David J. Powers, Manager

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