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Division of Corporations



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To:

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Account Number : 119990000150 Phone : (813)224-9255

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3835 MAIN, L.L.L.P

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March 17, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BUSH ROSS, P.A.

SUBJECT: 3835 MAIN, L.L.L.P.

REF: W14000016880

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 because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles so that we may complete the filing process.

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.

Neysa Culligan Regulatory Specialist II FAX Aud. #: H14000062863 Letter Number: 914A00005674

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

3835 MAIN, LLC

2777 Royal Poinciana Way, #156 Palm Beach, FL 33480

March 17, 2014

Florida Department of State Division of Corporations Corporate Filings Section Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re:

Formation of 3835 MAIN. L.L.P. in connection with the currently existing

3835 MAIN, LLC, Document Number: <u>L12000151312</u>

Dear Sir or Madam:

Please allow this letter to confirm that I am the Manager of 3835 MAIN, LLC (Florida Document Number: <u>L12000151312</u>), a Florida limited liability company.

I hereby grant permission for the formation of a Florida limited liability limited partnership with the same name (3835 MAIN, L.L.L.P) by Vermont 3835, LLC, its sole general partner, as its principals are the same and related.

The Certificate for Limited Partnership for Florida Limited Liability Limited Partnership for 3835 MAIN, L.L.P. will be submitted with this letter for filling. Thank you.

Sincerely,

3835 MAIN, LLC

George W. Heaton Manager

2014 MAR 17 AM 10: 34

SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP FOR FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP

The undersigned, pursuant to Section 620, Florida Statutes, hereby adopts this Certificate of Limited Partnership (the "Certificate") on behalf of the limited liability limited partnership of 3835 MAIN, L.L.L.P. (the "Partnership") and states the following:

- 1. The name of the Partnership is 3835 MAIN, L.L.L.P., and the street address and mailing address of its initial designated office is 277 Royal Poinciana Way, Palm Beach, Florida 33480.
- 2. The name and street address of the initial registered agent for service of process on the Partnership is BUSH ROSS REGISTERED AGENT SERVCIES, LLC, 1801 North Highland Avenue, Tampa, Florida 33602.
 - 3. The Partnership hereby elects to be a limited liability limited partnership.
- 4. The name and business address of the sole general partner of the Partnership is VERMONT 3835, LLC, 277 Royal Poinciana Way, Palm Beach, Florida 33480.
- 5. The foregoing Certificate shall become effective as of the close of business on the date this Certificate is approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the partnership laws of the State of Florida.

IN WITNESS WHEREOF, this Certificate has been executed by the sole general partner of 3835 MAIN, L.L.L.P. this 13th day of March, 2014.

VERMONT 3835, LLC, its sole general partner

George W. Heaton, its Manager

ACKNOWLEDGMENT

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as registered agent of the above named Partnership and agrees to act as such in accordance with the provisions of Section 48,091 and Chapter 620, Florida Statutes.

BUSH ROSS REGISTERED AGENT

SERVICES, LLC

Brent A. Jones, Vice President