

Division of Corporations

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**AL600000728**

Florida Department of State  
Division of Corporations  
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**FLORIDA/FOREIGN LP/LLP  
KT STATE & LEMON UPSTREAM BORROWER LP**

Certificate of Status	1
Certified Copy	0
Page Count	02
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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
KT STATE & LEMON UPSTREAM BORROWER LP**

The undersigned, acting as organizer of a Limited Partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act hereby adopts the following certificate for such Limited Partnership:

1. The name of the Limited Partnership is KT STATE & LEMON UPSTREAM BORROWER LP (the "Partnership").

2. The address of the office of the Partnership at which place the records shall be maintained is 701 South Olive Avenue, Suite 104, West Palm Beach, Florida 33401.

2. The street address of the initial registered office of the Partnership is 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the Company at that address is Corporation Service Company.

3. The name and address of the General Partner is:

KT STATE & LEMON UPSTREAM BORROWER GP LLC  
701 South Olive Avenue, Suite 104  
West Palm Beach, Florida 33401

4. The mailing address for the Partnership is 701 South Olive Avenue, Suite 104, West Palm Beach, Florida 33401.

5. The term of the Partnership shall commence on the date of filing of this Certificate with the Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned General Partner has hereto executed this Certificate this 21<sup>st</sup> day of December, 2016.

**GENERAL PARTNER:**

KT STATE & LEMON UPSTREAM  
BORROWER GP LLC, a Florida limited  
liability company

By: The Kolter Group LLC, its Manager

/s/ William Johnson

By: \_\_\_\_\_  
William Johnson, Manager

*On behalf of the General Partner, I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

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**ACCEPTANCE BY REGISTERED AGENT**

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, Corporation Service Company hereby accepts the appointment as registered agent and agrees to act in this capacity. Corporation Service Company further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Corporation Service Company is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, F.S*

**CORPORATION SERVICE COMPANY**

/s/ Emily Croft

By: \_\_\_\_\_

Name: Emily Croft

Title: Assistant Vice President

Dated: December 21, 2016

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