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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA LIMITED PARTNERSHIP

Bluewater Gris Gris, LP

Certificate of Status	1
Certified Copy	0
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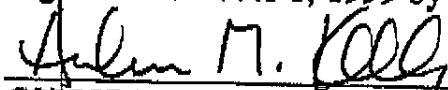
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CERTIFICATE OF LIMITED PARTNERSHIP

1. The name of the Limited Partnership is
Bluewater Gris Gris, Ltd.
2. The business address of the Limited Partnership is:
P.O. Box 3653 Saint Petersburg FL 33731
3. The name and Florida street address of the registered agent for service of process of the Limited Partnership is:
Carl P. Cahanin
748 Alameda Street North Saint Petersburg FL 33702
4. The mailing address of the Limited Partnership is:
P.O. Box 3653 Saint Petersburg FL 33731
5. The latest date upon which the Limited Partnership is to be dissolved is October 1, 2029 unless the Limited Partnership is continued by the consent of all partners.
6. The name and address of the general partner of the Limited Partnership is:
Carl P. Cahanin
P.O. Box 3653 Saint Petersburg FL 33731
Gregory J. Cahanin
P.O. Box 3653 Saint Petersburg FL 33731
7. Operation and Voting in the Partnership:
Distribution of partnership funds, if any, shall be annually, except at the direction of a majority of the General Partners. Approval of any sale, purchase or other action shall be based upon an 89 percent vote of all partners.

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Signed on October 1, 1999 by the undersigned representative of each general partner.



CORPORATE CREATIONS, INC.

Andreas M. Kelly Vice President

Corporate Creations International Inc. Florida
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned constituting all of the general partners of Bluewater Gris Gris, Ltd., a Florida Limited Partnership, certify:

The amount of the capital contributions to date of the limited partners is \$1,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000.00

Under the penalties of perjury, I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct to the best of my knowledge.



CORPORATE CREATIONS, INC.
Andreas M. Kelly Vice President

Date: October 1, 1999

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Corporate Creations International Inc. Florida
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

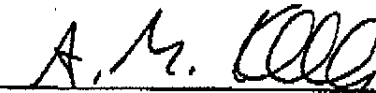
LIMITED PARTNERSHIP:

Bluewater Gris Gris, Ltd.

REGISTERED AGENT/OFFICE:

Carl P. Cahanin
748 Alameda Street North
Saint Petersburg FL 33702

I agree to act as registered agent to accept service of process for the limited partnership named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



CARL P. CAHANIN
by A.M. Kelly as attorney-in-fact

Date: October 1, 1999

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