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Florida Department of State  
Division of Corporations  
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FLORIDA LIMITED PARTNERSHIP

SDP REAL PROPERTY, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$140.00

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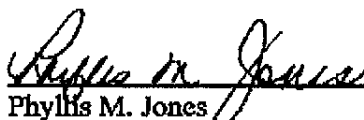
**CERTIFICATE OF LIMITED PARTNERSHIP**

THIS CERTIFICATE is made this 26<sup>th</sup> day of October 1999, by SDP Holdings, Inc., a Florida corporation, which is the sole general partner of SDP Real Property, Ltd., a Florida limited partnership (the "Partnership"). The undersigned certifies as follows:

1. The name of the limited partnership is SDP Real Property, Ltd.
2. The address of the office required to be maintained by the Partnership in Florida pursuant to Section 620.105(1) of the Florida Statutes is 4305 Swann Avenue, Tampa, Florida 33609.
3. The name and address of the agent for service of process required to be maintained pursuant to Section 620.105(2) of the Florida Statutes is Phyllis M. Jones, 101 E. Kennedy Boulevard, Suite 1500, Tampa, Florida 33602. p99-43867
4. The name of the sole general partner of the Partnership is SDP Holdings, Inc., a Florida corporation, and its business address is 4305 Swann Avenue, Tampa, Florida 33609.
5. The mailing address of the Partnership is 4305 Swann Avenue, Tampa, Florida 33609.
6. The latest date upon which the Partnership is to dissolve is 2035.
7. This Certificate of Limited Partnership is made in accordance with Section 620.108 of the Florida Statutes.

**SDP HOLDINGS, INC.,**  
a Florida corporation

By:

  
Phyllis M. Jones  
its President

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David P. Burke, Esq.

Carlton Fields

P.O. Box 3239, Tampa, FL 33601

Ph: 813-223-7000; Fax: 813-229-4133

Fla. Bar No. 350011

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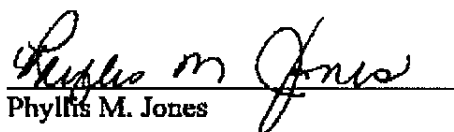
**AFFIDAVIT****STATE OF FLORIDA****COUNTY OF HILLSBOROUGH**

**BEFORE ME**, the undersigned authority, personally appeared Phyllis M. Jones, who, being by me first duly sworn, deposes and says:

1. I am the President of SDP Holdings, Inc., a Florida corporation, which is the sole general partner of SDP Real Property, Ltd., a Florida limited partnership (the "Partnership"), and I am duly authorized to execute this affidavit on behalf of the Partnership.


2. The amount of the actual capital contribution of the limited partners to the Partnership is One Thousand and No/100 Dollars (\$1,000.00), which is the total amount anticipated to be contributed by the limited partners.


3. This affidavit is made in compliance with Section 620.108(1) of the Florida Statutes.

  
Phyllis M. Jones

**STATE OF FLORIDA****COUNTY OF HILLSBOROUGH**

Sworn to and subscribed before me this 22<sup>nd</sup> day of October 1999, by Phyllis M. Jones. She [please check as applicable] / ✓ / is personally known to me, or has produced /        / her (state) driver's license, or /        / her (type of identification) as identification, and did not take an oath.

  
Notary Public  
Serial No.         
State of Florida

 Robin Lynn Atkinson  
My Commission CC708938  
Expires January 19, 2002

(AFFIX OFFICIAL SEAL)

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FI Dept of State;# 5/ 5

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent to accept service of process for SDP Real Property, Ltd., a Florida limited partnership, at the place designated in the attached Certificate of Limited 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 the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Dated this 26<sup>th</sup> day of October 1999.

By: Phyllis M. Jones  
Phyllis M. Jones

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