

Division of Corporations

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Florida Department of State
Division of Corporations
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Division of Corporations
 Fax Number : (850) 205-0383

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Account Name : C T CORPORATION SYSTEM
 Account Number : FCA000000023
 Phone : (850) 222-1092
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FLORIDA/FOREIGN LP/LLP

Sandpiper Equity Partners, L.P.

Certificate of Status	0
Certified Copy	0
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Estimated Charge	\$1,000.00

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SECRETARY OF STATE
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 Thank you.
 Dear
 04/14/06*

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NEEFREAK MGMT

PAGE 05/08

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP
TO TRANSACT BUSINESS IN FLORIDA**

1. Sandpiper Equity Partners, L.P.

(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.P.,
or L.L.P.

(If name unavailable, name under which the limited partnership or limited liability limited partnership
proposes to register to transact business in Florida; must contain acceptable suffix.)

2. State of Delaware3. December 1, 2005

(State or Country of Formation)

(Date of Formation)

4. R. Harold Gassenheimer

(Name of Registered Agent for Service of Process)

5. 8081 Congress Ave, Suite B

(Florida street address for Registered Agent)

Boon Raton, FL 33487

6. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to
comply with the provisions of all statutes relative to the proper and complete performance of my duties,
and I am familiar with and accept the obligations of my position as registered agent.

By: R. Harold Gassenheimer
Signature of Registered Agent

7. 8081 Congress Ave, Suite B

(Principal office address)

Boon Raton, FL 334878. If limited partnership is a limited liability limited partnership, check box ☐

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9. 8081 Congress Ave, Suite B

(Mailing address)

Boca Raton, FL 33487

10. Name, principal office address, and mailing address of each general partner:

ReefBreak Partners LLC

(Name)

MOB-2141

8081 Congress Ave, Suite B

(Street Address)

Boca Raton, FL 33487

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

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REEFBREAK MGMT

PAGE 09/09

(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

11. Effective date, if other than the date of filing _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

Signed this 12th day of April 20 06

Signature of a general partner

E. Harold Greenheimer

Filing Fees:

Certified Copy (optional):

Certificate of Status (optional):

\$1,000.00 (\$361 Filing Fee and \$35 Registered Agent Fee)

\$52.50

\$8.75

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TALLAHASSEE, FLORIDA

Delaware

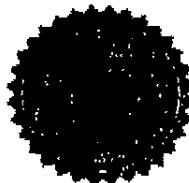
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SANDPIPER EQUITY PARTNERS, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF APRIL, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

4070280 8300

AUTHENTICATION: 4651087

060327094

DATE: 04-06-06