Form 207

Secretary of State P.O. Box 13697 Austin, TX 78711-3697 FAX: 512/463-5709

Filing Fee: \$750



Certificate of Formation Limited Partnership

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Article 1 - Entity Name and Type

The filing entity being formed is a limited partnership. The name of the entity is:

Sunrise-Kings Harbor LP

The name must contain the words "Limited Partnership," or "Limited," or the abbreviation "L.P.," "LP," or "Ltd." The name must not be the same as, deceptively similar to or similar to that of an existing corporate, limited liability company, or limited partnership name on file with the secretary of state. A preliminary check for "name availability" is recommended.

Article 2 - Principal Office

The address of the principal office in the United States where records of the partnership are to be kept or made available is set forth below:

3217 Montrose Blvd, Suite 222, Houston, TX, USA 77006

Article 3 - Registered Agent and Registered Office

▼A. The initial registered agent is an organization (cannot be limited partnership named above) by the name of:

Rocky Lai & Associates Inc

OR

- B. The initial registered agent is an individual resident of the state whose name is set forth below:
- C. The business address of the registered agent and the registered office address is:

Street Address:

3217 Montrose Blvd

Suite 222 Houston TX 77006

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

OF

☑B. The consent of the registered agent is maintained by the entity.

Article 4 - General Partner Information

The name and address of each general partner are as follows:

General Partner 1: Stuart Nacht Title: General Partner

Address: 3217 Montrose Blvd Suite 222 Houston TX, USA 77006-77006

Supplemental Provisions / Information

[The attached addendum, if any, is incorporated herein by reference.]

Effectiveness of Filing

✓ A. This document becomes effective when the document is filed by the secretary of state.

OR

□B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Signature of General Partner 1: Stuart Nacht, General Partner by Mark Eagleton authorized assistant

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