

385 Highway 98 East, Suite 60, Destin, Florida 32541
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8/14



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 3, 2000

LEGENDARY
385 HWY 98 EAST, STE 60
DESTIN, FL 32541

SUBJECT: EMERALD COAST CORNER, LTD.
Ref. Number: W00000019270

We have received your document for EMERALD COAST CORNER, LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The General Partner cannot be the same as the limited partnership itself.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 100A000421

00 AUG 10 AM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**CERTIFICATE OF LIMITED PARTNERSHIP OF
EMERALD COAST CORNER, LTD.
A Florida Limited Partnership**

The undersigned general partner, desiring to form a limited partnership, pursuant to the Florida Revised Uniform Limited Partnership Act, Chapter 620, Florida Statutes, hereby states the following:

1. The name of the Partnership is **Emerald Coast Corner, Ltd.**
2. The address of the office of the Partnership is 385 Highway 98 East, Suite 60, Destin, Florida 32541.
3. The name and address of the agent for service of process on the Partnership is Mitchell W. Legler, 300A Wharfside Way, Jacksonville, Florida 32207.
4. The name and address of the general partner of the Partnership is as follows:

Emerald Coast Investors, Inc.
385 Highway 98E, Ste. 60
Destin, FL 32541

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5. The mailing address of the Partnership is 385 Highway 98 East, Suite 60, Destin, Florida 32541.
6. The latest date upon which the Partnership shall dissolve is December 31, 2097.

The date of formation of the Partnership shall be the date of filing of this Certificate with the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of the Partnership this 25th day of July, 2000.

Emerald Coast Investors, Inc., General Partner

By: _____



Peter H. Bos, President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Emerald Coast Corner, Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, Mitchell W. Legler, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT

By: 
Mitchell W. Legler

Date: July 25, 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF OKALOOSA)

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared Peter H. Bos, President of Emerald Coast Investors, Inc., the general partner of Emerald Coast Corner, Ltd., a Florida limited partnership (the "Partnership"), who, being by me duly sworn, certified as follows:

1. As of the date hereof, limited partners have made no capital contributions to the Partnership.
2. Capital contributions of \$5,001,000.00 are anticipated to be made by the limited partners of the Partnership.

FURTHER AFFLIANT SAYETH NOT.

The execution of this Affidavit by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has executed this Affidavit this 25th day of July, 2000.

Emerald Coast Investors, Inc., General Partner

By: _____

Peter H. Bos, President

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00 AUG 10 AM 3:33
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The foregoing instrument was acknowledged before me this 25th day of July, 2000, by Peter H. Bos, President of Emerald Coast Investors, Inc. Such person did take an oath and is personally known to me.

{Notary Seal must be affixed}

Signature of Notary

Name of Notary (Typed, Printed or Stamped)

Commission Number (if not legible on seal): _____

My Commission Expires (if not legible on seal): _____

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OFFICIAL SEAL

Wendy Parker

My Commission Expires 4/13/2002

Commission # CC733415