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Requester's Name

THE KOHN PARTNERSHIP, L.P.

Attorneys and Counselors at Law

7820 MARYLAND AVENUE
SAINT LOUIS, MISSOURI 63105

120

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #) **400003376394--3**
-08/29/00--01069--006
*****36.25 *****36.25
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____
- Mail out Will wait Photocopy Certified Copy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 AUG 29 PM 7:51

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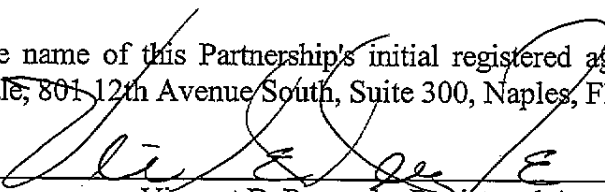
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8/31

Examiner's Initials

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
RIVERWALK AT TIN CITY LIMITED PARTNERSHIP**

1. The name of this partnership shall be: **RIVERWALK AT TIN CITY LIMITED PARTNERSHIP.**

2. The name of this Partnership's initial registered agent in the State of Florida is: Vincent DePasquale, 801 12th Avenue South, Suite 300, Naples, Florida 34102.



Vincent DePasquale, Registered Agent
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

3. The name and mailing address of the general partner is: Riverwalk Tavern, Inc., 801 12th Avenue South, Suite 300, Naples, Florida 34102..

4. The business and mailing address of the limited partnership is: 801 12th Avenue South, Suite 300, Naples, Florida 34102..

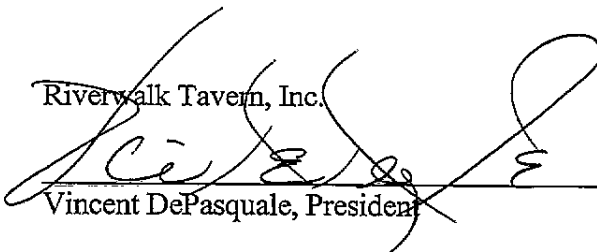
5. The latest date for Partnership dissolution is: December 31, 2099.

6. The effective date of this Certificate of Limited Partnership is the date it is filed with the Secretary of State of the State of Florida.

In affirmation thereof, the facts stated above are true.

This 25th day of August, 2000.

GENERAL PARTNER:

Riverwalk Tavern, Inc.
By: 

Vincent DePasquale, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Before me, the undersigned constituting all of the general partners of RIVERWALK AT TIN CITY LIMITED PARTNERSHIP, a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$495.

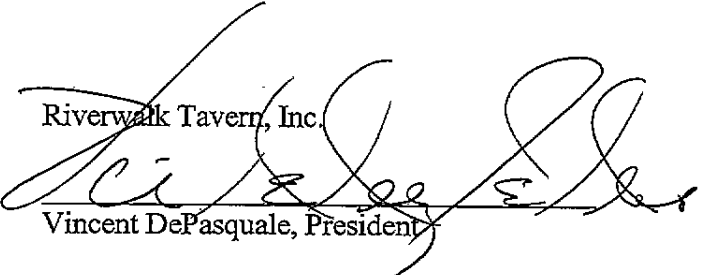
The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$495.

This 25th day of August, 2000.

Further affiant sayeth not.

Under the penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

Riverwalk Tavern, Inc.
By: 
Vincent DePasquale, President

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