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December 9, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
97 DEC 11 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Registration of Park Plaza Gardens, Limited

Dear Sir:

Enclosed please find (i) a Certificate of Limited Partnership, (ii) Affidavit of Capital Contributions for Limited Partnership, (iii) our check for \$87.50 (\$52.50 (minimum fee) and \$35.00 (designation of registered agent)) made payable to Florida Department of State.

Please return a certified copy to the undersigned. Thank you.

Cordially yours,

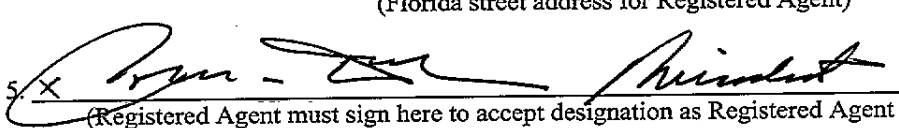
Peter E. Reinert
Peter E. Reinert

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Enclosures
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Name	OK 12-15
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

CERTIFICATE OF LIMITED PARTNERSHIP

1. Park Plaza Gardens Limited
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 319 Park Avenue South, Winter Park, Florida 32789-3732
(Business address of Limited Partnership)
3. Dowd Restaurants, Inc.
(Name of Registered Agent for Service of Process)
4. 861 West Morse Boulevard, #225, Winter Park, Florida 32789-3732
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 319 Park Avenue South, Winter Park, Florida 32789-3732
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: 10/31/2050
8. Name of general partner: _____ Street address: _____
Dowd Restaurants, Inc. 861 West Morse Boulevard, #225
567450 Winter Park, Florida 32789

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 8th day of December, 1997.

Signature of general partner:


General Partner

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TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of Park Plaza Gardens Limited
, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 1,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 5,000.00.

Signed this 8th day of December, 1997.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the
facts stated herein are true and correct.



General Partner

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