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May 29, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 PM 3:27

re: Seminole Holdings, Ltd.

Dear Sir/Madame:

Enclosed please find a Certificate of Limited Partnership for Seminole Holdings, Ltd. with the Acceptance of Registered Agent being attached hereto. Also enclosed please find my check in the amount of \$87.50 to cover the cost of filing.

Please file the Certificate of Limited Partnership and return proof of the same to my office in the enclosed return envelope.

Thank you for your attention to this matter.

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-06/01/98--01106--007
*****87.50 *****87.50

Yours very truly,


Eric Dorsky

Enclosures
cc: Jim Shore, Esq.
ED:mth

Name	MTH
Availability	MTH
Document Examiner	MTH
Updater	MTH
Updater Verifier	MTH
Acknowledgement	MTH
W. P. Verifier	MTH

1591-894



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 2, 1998

ERIC DORSKY
P.O. BOX 292228
DAVIE, FL 33329

SUBJECT: SEMINOLE HOLDINGS, LTD.
Ref. Number: W98000012531

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We have received your document for SEMINOLE HOLDINGS, LTD. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 698A00030907

CERTIFICATE OF LIMITED PARTNERSHIP
AND AFFIDAVIT OF S.T.O.F. HOLDINGS, LTD.

The undersigned, desiring to form a Limited Partnership pursuant to Chapter 620 of the Florida Statutes, being duly sworn, hereby certifies as follows:

1. The name of the Limited Partnership is S.T.O.F. Holdings, Ltd.
2. The name and address of the agent for service of process on the Limited Partnership is Eric Dorsky, Esq., 4430 S.W. 64th Avenue, Davie, FL 33314.
3. The name and business address of the General Partner is: Seminole Properties I, Inc., a Florida corporation, 6300 Stirling Road, Hollywood, FL 33024.
4. The mailing address for the Limited Partnership is S.T.O.F. Holdings, Ltd., 6300 Stirling Road, Hollywood, FL 33024. The principal place of business is the same.
5. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2097.
6. The name and address of each General and Limited Partner, together with their capital contributions and the amount anticipated to be contributed is as follows:
 - a. General Partner: Seminole Properties I, Inc., 6300 Stirling Road, Hollywood, FL 33024. Contribution: \$10.00.
 - b. Limited Partner: Seminole Tribe of Florida, 6300 Stirling Road, Hollywood, FL 33024. Contribution: \$990.00.
7. The Limited Partnership shall begin business upon the filing of this Certificate of Limited Partnership with the Florida Department of State.

IN WITNESS WHEREOF, the General Partner has executed this Certificate this 25th day of June, 1998.

GENERAL PARTNER:
SEMINOLE PROPERTIES I, INC.



by: Jim Shore
as its: President/Director

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STATE OF FLORIDA }
COUNTY OF BROWARD }

BEFORE ME, the undersigned authority, appeared Jim Shore, who is personally known to me and who after being sworn, deposes and says that the statements made in the foregoing Certificate are true and correct.

SWORN BEFORE ME this 25th day of June, 1998.

Carol Ann Collier

Notary Public


My commission expires: 3/15/2001



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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named the Registered Agent and to accept service of process for S.T.O.F. Holdings, Ltd. at the place designated as the Registered Agent's office in the Certificate of Limited Partnership, I hereby accept the appointment as Registered Agent and agree to act in this capacity.


Eric Dorsky, Esq.
Dated: June 25, 1998

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