

A98000001742



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 898724 98373A

AUTHORIZATION :

COST LIMIT : \$ PPD

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 21 PM 3:12

FILED

ORDER DATE : July 21, 1998

ORDER TIME : 11:41 AM

ORDER NO. : 898724-005

CUSTOMER NO: 98373A

CUSTOMER: C. Christian Sautter, Esq
SEILER & SAUTTER

Suite 200
2900 East Oakland Park Blvd.
Fort Lauderdale, FL 33306

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-07/21/98--01072--030
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DOMESTIC FILING

NAME: LION'S LAIR AT GRASSY KEY,
LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 21 PM 12:10

RECEIVED

**CERTIFICATE OF LIMITED PARTNERSHIP OF
LION'S LAIR AT GRASSY KEY, LTD.,
a Florida limited partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is LION'S LAIR AT GRASSY KEY, LTD.
2. The address of the office of the Partnership is 1215 East Hillsboro Boulevard, Deerfield Beach, Florida 33441.
3. The name and address of the agent for service of process on the Partnership are C. Christian Sautter, Esq., Seiler & Sautter, Attorneys at Law, 2900 East Oakland Park Boulevard, Suite 200, Fort Lauderdale, Florida 33306.
4. The name and business address of the sole general partner are Lion's Lair, Inc., a Florida corporation, 1215 East Hillsboro Boulevard, Deerfield Beach, Florida 33441. p48-57557
5. The mailing address of the Partnership is 1215 East Hillsboro Boulevard, Deerfield Beach, Florida 33441.
6. The latest date upon which the Partnership shall dissolve is June 1, 2038.

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

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of LION'S LAIR AT GRASSY KEY, LTD. this 17 day of July, 1998.

Michael Maguire
Print Name: MICHAEL MAGUIRE
Patricia Turner
Print Name: PATRICIA TURNER

GENERAL PARTNER:

LION'S LAIR, INC., a Florida corporation

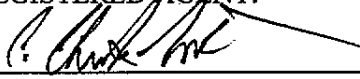
By: John T. [Signature]
Title: pres

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for Lion's Lair at Grassy Key, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:



Name: C. Christian Sautter, Esq.

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CLERK OF COURT
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

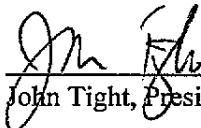
STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared John Tight, President, of LION'S LAIR, INC., a Florida corporation, the sole general partner of LION'S LAIR AT GRASSY KEY, LTD., a Florida limited partnership (the "Partnership"), who, upon being duly sworn, certified as follows:

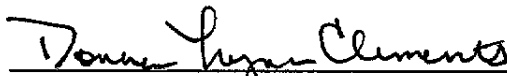
1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, Five Hundred Fifty Thousand and No/100 (\$550,000.00) Dollars.
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

Under 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.


John Tight, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sworn to (or affirmed) and subscribed before me this 17 day of July, 1998, by John Tight, as President of LION'S LAIR, INC., a Florida corporation, the sole general partner of LION'S LAIR AT GRASSY KEY, LTD.



(Signature of Notary Public -- State of Florida)

(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known OR Produced Identification

Type of Identification Produced

(SEAL)

