

Feb-29-00

0m-C

ON F

S-ST.P

72

2-3768

436

P.01

F-171

A0000000363

## Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

## Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000009201 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

## To:

Division of Corporations  
Fax Number : (850) 922-4003

## From:

Account Name : CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, PA  
Account Number : 076077000355  
Phone : (813) 222-7000 727-821-7000 X292  
Fax Number : (813) 222-4133 727-822-3768

FOR THIS FILING ONLY PLEASE.

## FLORIDA LIMITED PARTNERSHIP

HOOTERS OF MANHATTAN, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

RECEIVED  
DIVISION OF CORPORATIONS  
00 FEB 29 PM 4:00

RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 FEB 29 PM 3:05

RECEIVED

[AL]

Feb-29-00 14:52

From-CARLTON FIELDS-ST.PETE

727-822-3768

T-436 P.02/06 F-171

((H00000009201 5)))

**CERTIFICATE OF LIMITED PARTNERSHIP**

THIS CERTIFICATE is made this 29 day of February, 2000, by Hooters of Manhattan, Inc., a Florida corporation, which is the sole general partner of Hooters of Manhattan, Ltd., a Florida limited partnership (the "Partnership"). The undersigned certifies as follows:

1. The name of the limited partnership is Hooters of Manhattan, Ltd.
2. The address of the office required to be maintained by the Partnership in Florida pursuant to Section 620.105 of the Florida Statutes is 26133 U.S. Highway 19 North, Suite 100, Clearwater, Florida 33763, and the name and address of the agent for service of process is Neil G. Kiefer.
3. The name of the sole general partner of the Partnership is Hooters of Manhattan, Inc., a Florida corporation, and its business address is 26133 U.S. Highway 19 North, Suite 100, Clearwater, Florida 33763. 899000096328
4. The mailing address of the Partnership is 26133 U.S. Highway 19 North, Suite 100, Clearwater, Florida 33763.
5. The latest date upon which the Partnership is to dissolve is 2030.
6. This Certificate of Limited Partnership is made in accordance with Section 620.108 of the Florida Statutes.

**HOOTERS OF MANHATTAN, INC.**  
a Florida corporation

By: \_\_\_\_\_

Neil G. Kiefer  
President

FILED  
STATE  
DIVISION OF CORPORATION  
00 FEB 29 PM 4:00

((H00000009201 5)))


**AFFIDAVIT****STATE OF FLORIDA****COUNTY OF PINELLAS**

**BEFORE ME**, the undersigned authority, personally appeared Neil G. Kiefer, who, being by me first duly sworn, deposes and says:

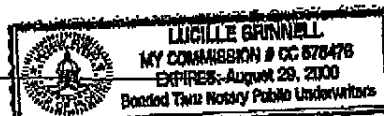
1. I am the President of Hooters of Manhattan, Inc., a Florida corporation, which is the sole general partner of Hooters of Manhattan, Ltd., a Florida limited partnership (the "Partnership"), and I am duly authorized to execute this affidavit on behalf of the Partnership.
2. The amount of the actual capital contribution of the limited partners to the Partnership is \$100 which is the total amount anticipated to be contributed by the limited partners.
3. This affidavit is made in compliance with Section 620.108(1) of the Florida Statutes.

  
 Neil G. Kiefer
**STATE OF FLORIDA****COUNTY OF PINELLAS**

Sworn to and subscribed before me this 29 day of February, 2000, by Neil G. Kiefer. He / X / is personally known to me, or has produced /        / his/her (state) driver's license, or /        / his/her (type of identification) as identification, and did not take an oath.

Name: (Signature)   
 (Legibly Printed) LUCILLE GRINNELL

Serial No. \_\_\_\_\_  
 Notary Public,  
 State of FLORIDA



(AFFIX OFFICIAL SEAL)