

A00000000446

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Fortune Street Partners
Ltd.

A-446

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-05/04/00--01066--001
*****52.50 *****52.50

- Art of Inc. File _____
- LTD Partnership File Amend
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

DEPT. OF STATE
DIVISION OF CORPORATIONS
MAY 4 11 2:41

RECEIVED
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
MAY 4 11 36

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

5/4/00 10:20

FORTUNE STREET PARTNERS, LTD.
111 West Fortune Street
Tampa, Florida 33602

STATE OF FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY -1, PM 2:41

RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

- I. NAME AND ADDRESS OF LIMITED PARTNERSHIP: **FORTUNE STREET PARTNERS, LTD.**, 111 West Fortune Street, Tampa, Florida 33602.
- II. FORMER NAME OF CONVERTED PARTNERSHIP: **FORTUNE STREET PARTNERS**, a Florida general partnership.
- III. STATEMENT OF CONVERSION:
- (a) **FORTUNE STREET PARTNERS**, a partnership as defined by Part IV of Chapter 620 Florida Statutes (1997) was converted to **FORTUNE STREET PARTNERS, LTD.**, a Florida limited partnership.
- (b) The partnership's former name was **FORTUNE STREET PARTNERS**.
- (c) All of the partners cast their votes for the conversion and there were no votes against, thus the voting was 100 votes for and 0 votes against the conversion.
- IV. RECORD KEEPING OFFICE AND AGENT FOR SERVICE OF PROCESS IN FLORIDA:
- (a) **Record keeping Office.** The Limited Partnership shall maintain its office for record keeping purposes at 111 West Fortune Street, Tampa, Florida 33602.
- (b) **Agent for Service of Process in Florida.** The agent for service of process on the Limited Partnership is **DAVID H. CALLEN**, 111 West Fortune Street, Tampa, Florida 33602.
- V. GENERAL PARTNER: **FORTUNE STREET HOTEL, INC.**, a Florida corporation, whose address is 111 West Fortune Street, Tampa, Florida 33602, is the sole general partner.
- VI. MAILING ADDRESS FOR LIMITED PARTNERSHIP: 111 West Fortune Street, Tampa, Florida 33602.
- VII. LATEST DATE FOR DISSOLUTION: December 31, 2030.

GENERAL PARTNER

FORTUNE STREET HOTEL, INC., a Florida corporation

By: David H. Callen
David H. Callen, as its President


STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me on this the 3rd day of May, 2000, by David H. Callen, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath, as President of FORTUNE STREET HOTEL, INC., on behalf of the corporation.

[Signature]
Notary Public

(Print or Type Notary Name)
Commission (Serial) Number: _____
My Commission Expires: _____

(SEAL)

 Suzanne M. Frazer
Commission # CC 918045
Expires March 21, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

LIMITED PARTNER

H.I. RESORTS, INC., a Florida corporation

By: *David H. Callen*
David H. Callen, as its President

STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me on this the 3rd day of May, 2000, by David H. Callen, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath, as President of H.I. RESORTS, INC., on behalf of the corporation.

[Signature]
Notary Public
(Print or Type Notary Name)

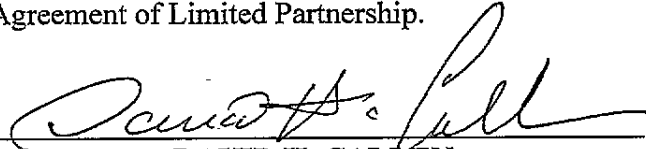
Commission (Serial) Number: _____
My Commission Expires: _____

(SEAL)

 **Suzanne M. Frazer**
Commission # **CC 918045**
Expires **March 21, 2002**
Bonded Thru
Atlantic Bonding Co., Inc.

ACCEPTANCE

I hereby accept to act as initial Registered Agent for **FORTUNE STREET PARTNERS, LTD.**, as stated in this Agreement of Limited Partnership.



DAVID H. CALLEN

Dated: 5/3/00.