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ACCOUNT NO. : 072100000032
REFERENCE : 734086 4732152
AUTHORIZATION : *Patricia Pujols*
COST LIMIT : \$ 1837.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 16 PM 3:11

ORDER DATE : June 16, 2000
ORDER TIME : 11:11 AM
ORDER NO. : 734086-005
CUSTOMER NO: 4732152

500003293945-1

CUSTOMER: Ms. Tristan Hoffman
GARTNER BROCK & SIMON
GARTNER BROCK & SIMON
Suite 203
1660 Prudential Drive
Jacksonville, FL 32207

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DOMESTIC FILING

NAME: HALL OF FAME ASSOCIATES, 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: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

RECEIVED
JUN 16 PM 12:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3/16

CERTIFICATE OF
LIMITED PARTNERSHIP
OF HALL OF FAME ASSOCIATES, LTD.

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DIVISION OF CORPORATIONS
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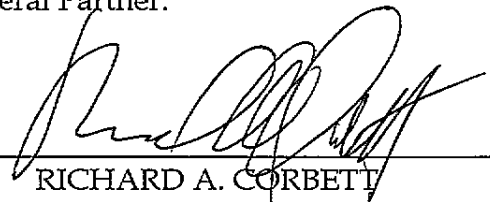
The undersigned, desiring to form a limited partnership under the laws of the State of Florida, do hereby certify as follows:

1. The name of the limited partnership is Hall of Fame Associates, Ltd.
2. The mailing address of the partnership is 2227 N. Westshore Blvd., Tampa, Florida 33607.
3. The name and principal business address of the general partner of the partnership is Richard A. Corbett, 2227 N. Westshore Blvd., Tampa, Florida 33607.
4. The term for which the partnership shall exist shall commence on the date hereof and shall continue for thirty (30) years from such date, unless the partnership is sooner dissolved and terminated as provided by law or in the Agreement of Limited Partnership by which the partnership shall be governed.
5. The street address of the registered office for the partnership is 2227 N. Westshore Blvd., Tampa, Florida 33607, and the name of the registered agent for service of process at that address is Richard A. Corbett, who is joining in the execution hereof for the purpose of accepting the appointment as registered agent for service of process for the partnership.

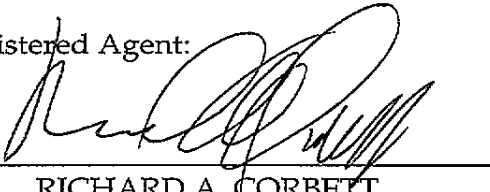
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IN WITNESS WHEREOF, the undersigned have executed this Certificate this 9th day of June, 2000.

General Partner:

By: 
RICHARD A. CORBETT

Registered Agent:


RICHARD A. CORBETT

AFFIDAVIT REGARDING
CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority personally appeared Richard A. Corbett, who being first duly sworn, declared as follows:

1. He is a general partner of Hall of Fame Associates, Ltd., a Florida limited partnership.
2. The capital contributions to said limited partnership as of the date hereof total \$350,000.00.
3. Amount the limited partners will contribute to the partnership: none
4. This Affidavit is given in compliance with the provisions of Florida Revised Uniform Limited Partnership Act (1986).


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.

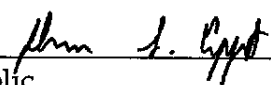


RICHARD A. CORBETT

STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing instrument was acknowledged this 9th day of June, 2000, by Richard A. Corbett, as the General Partner of Hall of Fame Associates, Ltd., on behalf of the limited partnership, who is either (X) personally known to me or () has produced _____ identification.

 John S Eggert
My Commission CC751905
Expires July 26, 2002



Notary Public
Print Name: John S. Eggert
My Commission Expires: 7-26-02

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