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HORNE TIPPS PARADISE GOLF, INC.

2202 N. West Shore Blvd., 4th Floor
Tampa, Florida 33607

December 27, 2000

Via Federal Express Next Day Air

Florida Department of State
Division Of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400003518054--2
-01/02/01--01060--004
****148.75 ****148.75

Re: **HORNE TIPPS PARADISE GOLF, LTD.**

I have enclosed for filing the original CERTIFICATE OF LIMITED PARTNERSHIP of HORNE TIPPS PARADISE GOLF, LTD. Please return to me a certified copy and Certificate of Status. I have enclosed \$148.75 for the filing fees.

On behalf of Horne Tipps Paradise Golf, Inc., I consent to the use of the name to the extent necessary.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,

William E. Horne

William E. Horne
President

FILED
Dec 28 AM 1:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Enclosures

unth

FF \$ 52.50
RA 35.00
Certs 61.25
148.75

**CERTIFICATE OF LIMITED PARTNERSHIP
OF HORNE TIPPS PARADISE GOLF, LTD. CENTER, LTD.**

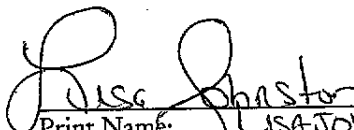
The undersigned, desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act (1986) hereby certifies:

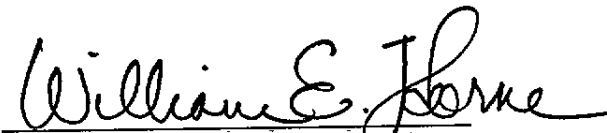
1. The name of the limited partnership is Horne Tipps Paradise Golf, Ltd. (the "Partnership").
2. The location of the principal place of business of the Partnership is 2202 N. West Shore Blvd., 4th Floor, Tampa, Florida 33607. at such other place as the general partner may designate.
3. The street address of the registered office of the Partnership is 2301 Park Avenue, Suite 404, Orange Park, Florida 32073, and the name of the registered agent of the Partnership at that address is William L. Thompson, Jr.
4. The name and business address of the sole general partner of the Partnership is Horne Tipps Paradise Golf, Inc., 2202 N. West Shore Blvd., 4th Floor, Tampa, Florida 33607
5. The mailing address of the Partnership is 2202 N. West Shore Blvd., 4th floor, Tampa, Florida 33607
6. The term of the Partnership shall commence on the date of filing hereof and shall continue until December 31, 2050, as the latest date.


IN WITNESS WHEREOF, the undersigned does solemnly swear that the foregoing statements are true and correct as of this 21st day of December, 2000.

GENERAL PARTNER:

HORNE TIPPS PARADISE GOLF, INC.


Print Name: LISA JOHNSTON

By: 
William E. Horne, President


Print Name: J. M. TIPPS

FILED
DEC 28 AM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
P-113173

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 27th day of December, 2000, by William E. Horne, as President of Horne Tipps Paradise Golf, Inc., a Florida corporation, on behalf of the corporation, as general partner of Horne Tipps Paradise Golf, Ltd., who is personally known to me or has produced NA as identification.



Robin A. Ahlquist
Commission # CC 960829
Expires Sep. 27, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

(SEAL)

Robin A. Ahlquist

Print Name: ROBIN A. AHLQUIST
Notary Public, State of Florida

FILED
00 DEC 28 AM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Florida Statutes §48.061 and §620.105, the following is submitted:

Horne Tipps Paradise Golf, Ltd., desiring to organize under the laws of the State of Florida hereby designates William L. Thompson, Jr. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 2301 Park Avenue, Suite 404, Orange Park, Florida 32073.

HORNE TIPPS PARADISE GOLF, LTD.

By: HORNE TIPPS PARADISE GOLF, INC.
General Partner

y: William E. Horne
William E. Horne, President

Dated: December 27, 2000

Having been named to accept service of process for the above-named limited partnership at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of the Florida Revised Uniform Limited Partnership Act (1986) relative to the keeping of said office and the proper and complete performance of his duties.

William L. Thompson, Jr.
William L. Thompson, Jr.

Dated: December 27, 2000

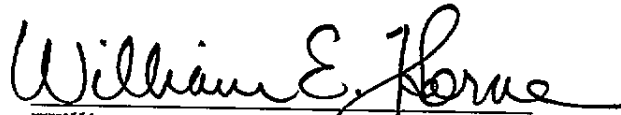
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF HORNE TIPPS PARADISE GOLF, LTD.

Before me, the undersigned authority, personally appeared William E. Horne, President of Horne Tipps Paradise Golf, Inc., the general partner of Horne Tipps Paradise Golf, Ltd. (the "Partnership"), who being by me first duly sworn, deposes and says:

1. That Horne Tipps Paradise Golf, Inc. is the sole general partner of the Partnership.
2. The limited partners have made capital contributions to the Partnership in the amount of \$100.00 as of the date hereof.
3. It is anticipated that the limited partners may contribute up to an additional \$7,000.00 of capital to the Partnership.

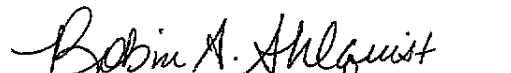

William E. Horne, President
Horne Tipps Paradise Golf, Inc.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Sworn to and subscribed before me this 27th day of December, 2000, by William E. Horne, as President of Horne Tipps Paradise Golf, Inc.



Robin A. Ahlquist
Commission # CC 960829
Expires Sep. 27, 2004
Bonded Through
Atlantic Bonding Co., Inc.


Print: ROBIN A. AHLQUIST
Notary Public, State of Florida

(SEAL)
Personally Known ✓
Produced Identification NA
Type: _____

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