BOND, SCHOENECK & KING, P.A.

Attorneys at Law

4001 Tamiami Trail North Suite 404 Naples, FL 34103-3555 Phone: 941-262-8000 Fax: 941-262-5386 www.bsk.com

Bonita Springs, FL

Bond, Schoeneck & King, LLP

Albany, NY Buffalo, NY Oswego, NY Syracuse, NY Overland Park, KS



CERTIFIED MAIL
RETURN RECEIPT REQUESTED
(ARTICLE NUMBER 7000 1670 0010 2776 0655)

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Certificate of Limited Partnership E. J. McDonnell Pro Golf Partners, Ltd.

200004324382--1 -05/25/01--01105--001 ****385.00 ****385.00

HLM

Dear Madam/Sir:

We represent E. J. McDonnell Pro Golf Partners, Ltd., a limited partnership to be formed under the laws of the State of Florida. Pursuant to the Florida Revised Uniform Limited Partnership Act (1986), enclosed please find a Certificate of Limited Partnership. Please file the Certificate of Limited Partnership. We have enclosed a check in the amount of \$385.00 payable to the "Florida Department of State" to cover the applicable filing fees.

As soon as the document is filed, please forward a copy of the filed Certificate of Limited Partnership and all other documentation confirming and relating to this filing to our office. A copy of the Certificate of Limited Partnership is enclosed for your convenience.

We appreciate your assistance in this matter. If you have any questions, please feel free to contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

William L. Owens

WLO/acb Enclosures OI MAY 25 PM 5: 39
SECRETARY OF STATE
TALL AHASSEE FINE



CERTIFICATE OF LIMITED PARTNERSHIP

OF

E. J. MCDONNELL PRO GOLF PARTNERS, LTD.

The undersigned General Partner, who desires to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986) as set forth in Chapter 620, Florida Statutes, hereby states the following:

- 1. <u>NAME</u>. The name of the Limited Partnership is:
 - E. J. McDonnell Pro Golf Partners, Ltd.
- 2. OFFICE ADDRESS. The address of the office of the Limited Partnership is:

27087 Matheson Avenue #204 Bonita Springs, Florida 34135

3. <u>REGISTERED AGENT</u>. The name and address of the Limited Partnership's agent for service of process required to be maintained by Section 620.105, Florida Statutes, is:

Elliot J. McDonnell 27087 Matheson Avenue #204 Bonita Springs, Florida 34135

4. <u>GENERAL PARTNER</u>. The name and business address of the General Partner of the Limited Partnership is:

Elliot J. McDonnell 27087 Matheson Avenue #204 Bonita Springs, Florida 34135

5. <u>MAILING ADDRESS</u>. The mailing address of the Limited Partnership is:

27087 Matheson Avenue #204 Bonita Springs, Florida 34135

6. <u>LATEST DATE OF DISSOLUTION</u>. The latest date upon which the Limited Partnership shall dissolve is the third (3rd) anniversary of the commencement of this Partnership.

OI MAY 25 PM 5: 39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7. <u>EFFECTIVE DATE</u>. This Certificate of Limited Partnership will become effective, and the Limited Partnership will commence its existence, on the date this Certificate of Limited Partnership is filed with the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of the Limited Partnership this 23rd day of May, 2001.

Hiot J. McDonnell, General Partner

J. McDonnell, Registered Agent

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of E. J. McDonnell Pro Golf Partners, Ltd., a Florida limited partnership, which is contained in the foregoing Certificate of Limited Partnership. I am familiar with, and accept, the obligations of such a position as provided for under Chapter 620, Florida Statutes.

Dated this 23rd day of May, 2001.

Page 2 of 3

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned General Partner of E. J. McDonnell Pro Golf Partners, Ltd., a Florida limited partnership, certifies:

- 1. The amount of capital contributions to date of the Limited Partners is \$100.00.
- 2. The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$50,000.00.

Dated this 23rd day of May, 2001.

) ss.:

Fliot L McDonnell, Registered Agent

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 23rd day of May, 2001 by ELLIOT J. MCDONNELL

who is personally known to me (or □ who produced as identification) and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.

Notary Public

My Commission Expires: