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GREENBERG
ATTORNEYS AT LAW

TRAURIG

August 1, 2001

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

900004514589--4
-08/03/01--01082--008
*****87.50 *****87.50

Re: Cornerstone Entertainment, Ltd.

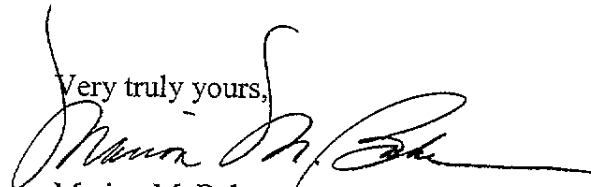
W01-18143

To Whom It May Concern:

Enclosed please find a Certificate of Limited Partnership of Cornerstone Entertainment, Ltd., along with a check in the amount of \$87.50 to cover the cost of filing this document and the Acceptance by Registered Agent.

If you have any questions regarding the above, please feel free to contact me at: 407-420-1000.

Very truly yours,



Marion M. Baker, secretary to
Randolph H. Fields

/mmmb

Enclosure w/check

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01 AUG 27 AM 7:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ymth
8/27

GREENBERG TRAURIG, P.A.

P.O. Box 4923 ORLANDO, FLORIDA 32802-4923

407-420-1000 FAX 407-420-5909 www.gtllaw.com

111 NORTH ORANGE AVENUE 20TH FLOOR ORLANDO, FLORIDA 32801

MIAMI NEW YORK WASHINGTON, D.C. ATLANTA PHILADELPHIA TYSONS CORNER CHICAGO BOSTON PHOENIX WILMINGTON LOS ANGELES DENVER



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 7, 2001

GREENBERG TRAURIG
PO BOX 4923
ORLANDO, FL 32802-4923

SUBJECT: CORNERSTONE ENTERTAINMENT, LTD.
Ref. Number: W01000018143

We have received your document for CORNERSTONE ENTERTAINMENT, LTD. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 620.108, Florida Statutes, an affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners must accompany the certificate of limited partnership. The affidavit must be signed by all general partners.

Section 620.108, Florida Statutes, requires the certificate include the names and street addresses of the general partners.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Michael Mays
Document Specialist

Letter Number: 901A00045220

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
CORNERSTONE ENTERTAINMENT, LTD.**

This Certificate of Limited Partnership of **Cornerstone Entertainment, Ltd.** (hereinafter referred to as the "Partnership") is being executed and filed by the undersigned for the purpose of forming a limited partnership pursuant to the Florida Revised Uniform Limited Partnerships Act (1986).

1. The name of the Partnership shall be **Cornerstone Entertainment, Ltd.**
2. The address of the registered office of the Partnership in the State of Florida is 111 North Orange Avenue, 20th Floor, Orlando, Florida 32801 and the name of its registered agent is Randolph H. Fields at the above address.
3. The name and address of the general partner of the Partnership is: C.A. Stone 3415 Delaney Street, Orlando, Florida 32806.
4. The office and mailing address for the Partnership shall be 3415 Delaney Street, Orlando, Florida 32806.

IN WITNESS WHEREOF, the undersigned does hereby execute this Certificate this 15th day of August, 2001 and attaches an Affidavit declaring the amount of the capital contribution of the limited partners and the anticipated amount to be contributed by the limited partners.

CORNERSTONE ENTERTAINMENT, LTD.
a Florida limited partnership

By: _____

Its: General Partner

Print Name: _____

[Signature]

C.A. STONE

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, general partner of **CORNERSTONE ENTERTAINMENT, LTD.**, a Florida limited partnership, hereinafter referred to as the "Partnership", who upon being sworn, certify as follows:

1. The amount of capital contributions of the limited partners is \$100.
2. The anticipated amount of the capital contributions of the limited partners will be \$500.

Dated this 15th day of August, 2001

FURTHER AFFIANT SAYETH NOT.

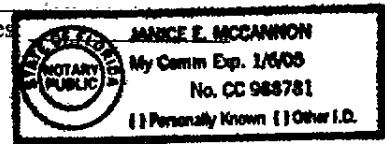
Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.


C.A. Stone, as general partner

**STATE OF FLORIDA
COUNTY OF ORANGE**

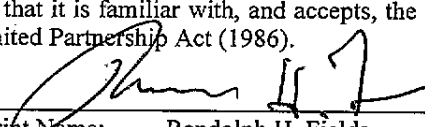
The foregoing instrument was acknowledged before me this 15 day of August, 2001, by C.A. Stone, the general partner of the above-referenced Partnership, who is personally known to me or has produced personally ~~known~~ as identification.

Print name: Janice E. McCannon
Notary Public, State of Florida
Commission Number: _____
My commission Expires _____



ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, as registered agent, appointed in accordance with the foregoing Certificate, does hereby accept such appointment, and does hereby state that it is familiar with, and accepts, the obligations imposed by Section 620.192 of the Florida Revised Uniform Limited Partnership Act (1986).


Print Name: Randolph H. Fields
Its: Registered Agent

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