

CORP DIRECT AGENTS INC. (formerly CCRS)  
103 N. MERIDIAN STREET, 12th FLOOR  
TALLAHASSEE, FL 32301  
222-1173

A02000000130

FILING COVER SHEET  
ACCT. #FCA-14

FILED  
02 JAN 30 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONTACT: CINDY HICKS

DATE: 1/30/02

REF. #: 0151.4699

CORP. NAME: TWC Thirty-Three, Ltd.

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT          | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK         | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input checked="" type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                         | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1                          | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER:                      |   |  |

RECEIVED  
02 JAN 30 AM 11:26  
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 501421 FOR \$ 140.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

600004844516--1  
-01/30/02-01047-006  
\*\*\*\*140.00 \*\*\*\*140.00

COST LIMIT: \$

PLEASE RETURN:

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**TWC THIRTY-THREE, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole General Partner of TWC THIRTY-THREE, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

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TALLAHASSEE, FLORIDA

1. The name of the Partnership shall be TWC THIRTY-THREE, LTD.
2. The address of the office where records shall be kept shall be 655 North Franklin Street, Suite 2200, Tampa, Florida 33602. The name and address of the registered agent for service of process is Brian J. McDonough, 2200 Museum Tower, 150 West Flagler Street, Miami, Florida 33130.
3. The name and the business address of the General Partner is:  
  
TWC THIRTY-THREE PARTNERS, LTD., a Florida limited partnership  
655 North Franklin Street, Suite 2200  
Tampa, Florida 33602
4. The mailing address of the limited partnership is 655 North Franklin Street, Suite 2200, Tampa, Florida 33602.
5. The latest date upon which the Partnership is to dissolve shall be December 31, 2051.
6. This Certificate has been executed by the undersigned effective as of the 25<sup>th</sup> day of January, 2002.

**GENERAL PARTNER:**

TWC THIRTY-THREE PARTNERS, LTD., a Florida limited partnership, as sole General Partner

By: TWC THIRTY-THREE, INC., a  
Florida corporation, its sole  
General Partner

By: Debra Koehler  
Debra Koehler, Senior Vice President

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for TWC THIRTY-THREE, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that he is familiar with its statutory obligations as such.

By: \_\_\_\_\_

Brian J. McDonough

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JAN 30 PM 12:39  
CLERK OF STATE  
TAMPA, FLORIDA

Dated this 18 day of January, 2002.

**AFFIDAVIT  
OF  
CAPITAL CONTRIBUTIONS**

The undersigned being the sole General Partner of TWC THIRTY-THREE, LTD., and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of TWC THIRTY-THREE, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

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JAN 30 2002  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

The amount of the capital contributions of the limited partners as of the date hereof is \$100.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

**GENERAL PARTNER:**

TWC THIRTY-THREE PARTNERS, LTD., a Florida limited partnership, as sole General Partner

By: TWC THIRTY-THREE, INC., a  
Florida corporation, its sole  
General Partner

By: Debra Koehler  
Debra Koehler, Senior Vice President

STATE OF FLORIDA                    )  
  ss.  
COUNTY OF HILLSBOROUGH    )

The foregoing instrument was acknowledged before me this 25 day of January, 2002, by Debra Koehler, Senior Vice President of TWC THIRTY-THREE, INC., a Florida corporation, as General Partner of TWC THIRTY-THREE PARTNERS, LTD., and who is personally known to me.

Pamela Lynn Montoya  
Notary Public  
My Commission Expires:  
Print, type or stamp name of notary

I:\W-CO\34752\086\CLP.33.wpd



Pamela Lynn Montoya  
Commission # CC 790937  
Expires NOV. 15, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.