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ACCOUNT NO. : 072100000032 REFERENCE: 805579 AUTHORIZATION : COST LIMIT : \$ 1000 ORDER DATE: January 11, 2006 ORDER TIME: 10:54 AM ORDER NO. : 805579-005 CUSTOMER NO: 4326591 DOMESTIC FILING NAME: WINGHOUSE OF IRVING, LTD. EFFECTIVE DATE: ARTICLES OF INCORPORATION _ CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY _ PLAIN STAMPED COPY _ CERTIFICATE OF GOOD STANDING CONTACT PERSON: Harry B. Davis - EXT. 2926

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP WINGHOUSE OF IRVING, LTD.

In accordance with Section 620.1201 of the Florida Statutes, this Certificate of Limited Partnership shall be filed with the Department of State of Florida, setting forth the following:

1. Name. The name of this limited partnership shall be as follows:

"WINGHOUSE OF IRVING, LTD."

2. <u>Registered Agent and Address</u>. The office and the name of the agent for service of process required to be maintained is as follows:

Fowler White Boggs Banker P.A. 501 East Kennedy Blvd., Suite 1700 Tampa, Florida 33602 Attention: R. Alan Higbee

3. General Partner. The name and business address of the general partner is:

Ker Texas, Inc. #P05000151495 7491 Ulmerton Road, Suite B Largo, Florida 33771

4. <u>Mailing Address</u>. The principal office and mailing address of the limited partnership is:

7491 Ulmerton Road, Suite B Largo, Florida 33771

- 5. **Termination Date.** The limited partnership shall have perpetual existence.
- 6. <u>Effective Date</u>. The effective date of this Certificate of Limited Partnership shall be the date of acceptance of the Certificate of Limited Partnership by the Secretary of State of the State of Florida.
- 7. **Real Property.** A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be effective if executed in the Partnership name solely by a general partner.

The execution of this Certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by R. Alan Higbee the Authorized Representative of Winghouse of Irving, Ltd. on this 10 day of January, 2006.

GENERAL PARTNER:

KER TEXAS, INC.

R. Alan Higbee,

Authorized Representative

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 10 th day of January, 2006, by R. Alan Higbee, who is personally known to me and who is the Authorized Representative of Ker Texas, Inc., the general partner of Winghouse of Irving, Ltd.

Print Name

Nancy M. Whisenant Commission #DD143033 Expires: Sep 13, 2006

Bonded Thru
ARY Buller Bondeng Co. Inc.

My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Winghouse of Irving, Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, Fowler White Boggs Banker P.A., by action of its representative R. Alan Higbee, hereby agrees to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

FOWLER WHITE BOGGS BANKER P.A.

R. Alan Highee for the firm

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 10^{44} day of January, 2006, by R. Alan Higbee, on behalf of Fowler White Boggs Banker P.A., who is personally known to me.

Print Name

Nancy M. Whisenant Commission #DD143033

OTARY PLIB Bonded Thru

My Commission Expires: