

1201 BAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9076  
904-222-0191 FAX

800-142-8086



A95000000659

LIST ACCOUNT NO. : 072100000002  
REFERENCE : 585436 4175D  
AUTHORIZATION :  
COST LIMIT : 0 PREPAID

ORDER DATE : April 26, 1995

ORDER TIME : 9:57 AM

ORDER NO. : 585436

CUSTOMER NO: 4175D

CUSTOMER: Melinda Mantor, Legal Asst  
LEBOEUF LAMB GREENE & MACRAE

50 N. Laura Street, Ste. 2800

Jacksonville, FL 32202-3650

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 APR 26 PM 1:30

7000001478507  
05/03/95 01111-003  
\*\*\*140.00 \*\*\*140.00

DOMESTIC FILING

NAME: MARINE WORLD PARTNERS, LTD.

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

G. TAX  
FILING 52.50  
R. AGENT FEC 35.42  
C. COPY 52.52  
TOTAL 140.00  
N. BANK  
BALANCE DUE  
OFFICE

4/26/95  
B/L

CERTIFICATE OF LIMITED PARTNERSHIP OF  
MARINE WORLD PARTNERS, LTD.  
A FLORIDA LIMITED PARTNERSHIP

RECEIVED  
CLERK OF DISTRICT COURT  
JACKSONVILLE  
APR 25 1995

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Limited Partnership is Marino World Partners, Ltd. (the "Partnership").
2. The business address of the Partnership is 750 E. Bay St., Jacksonville, Florida 32202.
3. The name and address of the agent for service of process on the Partnership is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.
4. The name and address of the sole general partner is Satulah/Jacksonville Corporation, a Florida corporation, 750 E. Bay St., Jacksonville, Florida 32202.
5. The mailing address of the Partnership is 750 E. Bay St., Jacksonville, Florida 32202.
6. The latest date upon which the Partnership shall dissolve is December 31, 2040.

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 on behalf of the sole General Partner of Marine World Partners, Ltd. this 25<sup>th</sup> day of April, 1995.

GENERAL PARTNER:

Satulah/Jacksonville Corporation,  
a Florida corporation

By: [Signature]  
Name: John H. Hanan  
Title: President and Secretary

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for Marino World Partners Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned hereby agrees to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

CORPORATION SERVICE COMPANY

By. Karen B. Rozar  
Its Agent  
Karen B. Rozar

Date: April 26, 1995

SECRET  
DIVISION OF  
STATE  
1995  
APR 26 10 30 AM

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole general partner of Marina World Partners, Ltd., a Florida Limited Partnership, hereby certifies as follows:

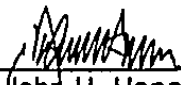
1. The amount of capital contributions to date of the limited partners \$100.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

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

General Partner:

SATULAH/JACKSONVILLE CORPORATION,  
a Florida corporation

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

  
John H. Hanan  
President and Secretary

Date: April 25<sup>th</sup> 1995

JK54138.1

FILED  
STATE OF FLORIDA  
DIVISION OF REVENUES  
APR 25 PM 1:20  
95 APR 25 PM 1:20

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Tallahassee  
Secretary of State  
BUREAU OF CORPORATIONS

FILED

96 JAN -2 AM 11:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership  
**1a. DOCUMENT #  
A95000000659**

MARINE WORLD PARTNERS, LTD.

(Do not write in this space)

Mailing Address  
750 EAST BAY STREET  
JACKSONVILLE FL 32202

Principal Office Address  
750 EAST BAY STREET  
JACKSONVILLE FL 32202

2. New Mailing Address, If Applicable

State: Apt. # etc.

City, State & Zip

2a. New Principal Office Address, If Applicable

State: Apt. # etc.

City, State & Zip

3. Date Formed or Registered in the Jurisdiction  
FLORIDA 04/26/1995

3a. Date of Last Report

4. State or Country of Formation  
FL

5a. Capital Contributions as Shown on Record  
\$100.00

5b. Amount of Capital Contributions in  
FLORIDA to date  
100.00

6. FID Number  
59-3311768

Applied For  
Not Applicable

7. CERTIFICATE OF STATUS REQUIRED  
\$0.75 Additional Fee required  
for a Certificate of Status

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.  
2) Supplemental Fee: \$130.75 (pursuant to section 807.103, F.S.)  
THE AMOUNT DUE SHALL BE NO LESS THAN \$181.25 (\$52.50 + \$130.75) AND NO MORE THAN \$578.25 (\$437.50 + \$130.75).  
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.  
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY  
1201 HAYS STREET  
TALLAHASSEE FL 32301

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

State: Apt. # etc.

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.102, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent or both in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of section 620.102, Florida Statutes.

DATE

SIGNATURE (Registered Agent Accepting Appointment)

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

11a. Address of Each General Partner  
(P.O. Box Post Office Box Numbers)

11b. City, State & Zip Code

11c. Registration/  
Document Number

SATULAH/JACKSONVILLE CORPORA

750 EAST BAY STREET

JACKSONVILLE FL 32202

P94000090543

1-9-94  
LT

700001682937  
-01/03/96--01106--021  
\*\*\*\*191.25 \*\*\*\*191.25

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I solemnly certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I release the Division of Corporations from any liability or non-compliance with Section 119.07(1)(b) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this filing report is true and accurate and that my signature shall have the same legal effect as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

John H. Hanan (b)(1)

John H. Hanan

DATE

12/27/95

Telephone Number

904-632-0004

Typed or Printed Name of General Partner Signing Form

0000072

CR2E003 (6-95)

A95000000659

Marine World Partners, Ltd.

750 East Bay St.  
Jacksonville, FL 32202  
Phone (904) 632-0004

December 13, 1996

600002040496--2  
-12/30/96--01009--008  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

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

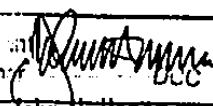
Dear Sirs:

Enclosed is a Certificate of Cancellation for Marine World Partners, Ltd.  
The contact person for this partnership is John Hanan. His telephone  
number and address is as follows:

John H. Hanan  
750 East Bay Street  
Jacksonville, FL 32202  
(904) 632-0004

Mr. Hanan is also the person that the cancellation acknowledgement should  
be sent to.

FILED  
96 DEC 18 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

|                      |                                                                                     |
|----------------------|-------------------------------------------------------------------------------------|
| Name                 | Sincerely,                                                                          |
| Signature            |  |
| Printed Name         | John H. Hanan                                                                       |
| Position             | General Partner                                                                     |
| Address              |                                                                                     |
| City                 |                                                                                     |
| State                |                                                                                     |
| Zip                  |                                                                                     |
| Adm. Acknowledgement | UCC                                                                                 |
| W. P. Verifier       | UCC                                                                                 |

|              |       |
|--------------|-------|
| C. TAX       |       |
| FILING       | 52.50 |
| R. AGENT FEE |       |
| C            |       |
| T            |       |
| N            |       |
| E            |       |
| R.           |       |

A95000000659

**CERTIFICATE OF CANCELLATION  
FOR**

Marine World Partners, LTD.  
(insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.113, Florida Statutes, this Florida limited partnership,  
whose certificate was filed with the Florida Department of State on 4/26/95,  
hereby submits this certificate of cancellation.

**FIRST:** Reason for cancellation: (State why partnership is submitting cancellation)

*This entity was never funded and no  
business operations were ever commenced.*

**SECOND:** This certificate of cancellation shall be effective at the time of its filing with the  
Florida Department of State.

**THIRD:** Signatures of all general partners:

  
\_\_\_\_\_  
\_\_\_\_\_

FILED  
96 DEC 18 PM 1:13  
STATE OF FLORIDA  
DEPT. OF STATE