

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

A95000000941

CSC networks
PROFESSIONAL
LEGAL & FINANCIAL SERVICES

DIVISION OF CORPORATION

FILED
STATE
SECRETARY OF CORPORATIONS
95 JUN 22 PM 12:23

ACCOUNT NO. : 072100000032

REFERENCE : 622505 4919B

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : June 19, 1995

ORDER TIME : 10:44 AM

ORDER NO. : 622505

CUSTOMER NO: 4919B

CUSTOMER: Cathy Scott, Legal Assistant
HONIGMAN MILLER SCHWARTZ
& COHN
222 Lakeview Avenue, Suite 200

West Palm Beach, FL 33411

900001520669

G. TAX	8.75
FILING	1750.00
R. AGENT FEE	35.00
C. COPY	52.50
TOTAL	1846.25
N. BANK	
BALANCE DUE	
REFFIND	

DOMESTIC FILING

NAME: TALLAHASSEE MALL PARTNERS,
LTD.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

1846.25
131.25
1777.50

6/22/95

BK

300001524408
-06/27/95-01071-002
***1977.50 ***1846.25

AFFIDAVIT AND
CERTIFICATE OF LIMITED PARTNERSHIP
OF
TALLAHASSEE MALL PARTNERS, LTD.
a Florida limited partnership

FILED
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DIVISION
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The undersigned General Partners, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), as set forth in Sections 620.101 - 620.186, of the Florida Statutes, hereby stated the following:

1. The name of the partnership is Tallahassee Mall Partners, Ltd. (the "Partnership").
2. The address of the office of the Partnership is 5775 Peachtree Dunwoody Road, Suite 200-D, Atlanta, Georgia 30342-1505.
3. The agent for service of process on the Partnership is Corporation Service Company, and its registered office address is 1201 Hays Street, Suite 105, Tallahassee, Florida 32301.
4. The names of the General Partners are:

SGT Corp. *P95000003024*
5775 Peachtree Dunwoody Road
Suite 200-D
Atlanta, Georgia 30342-1505

P9500000412415
GSG Lenck Corporation
222 Lakeview Avenue
Suite 800
West Palm Beach, Florida 33401-6112
5. The mailing address of the Partnership is 5775 Peachtree Dunwoody Road, Suite 200-D, Atlanta, Georgia 30342-1505.
6. The latest date upon which the Partnership shall dissolve is December 31, 2050.
7. This Certificate of Limited Partnership shall be effective immediately upon its filing.
8. 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 executed in the Partnership name by SGT Corp., as Managing General Partner of the Partnership.
9. Any agreement, instrument or document executed, or any action taken, on behalf of the Partnership shall be executed or taken by SGT Corp., as Managing General Partner of the Partnership and any person dealing with the Partnership shall be entitled to rely upon any agreement, instrument or document executed, or action taken, by SGT Corp., as Managing General Partner of

the Partnership. QSG Lenck Corporation shall not have any authority as a general partner to bind the Partnership.

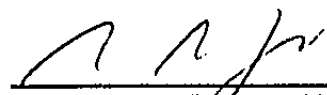
The execution of this Certificate of Limited Partnership by the undersigned General Partners constitutes an affirmation under penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the undersigned General Partners of Tallahassee Mall Partners, Ltd., this 20th day of June, 1995.

General Partners:

SGT CORP., a Delaware corporation

By:

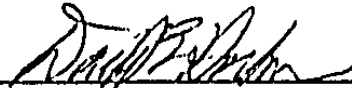


Gregory Greenfield, President

[SIGNATURES CONTINUED ON NEXT PAGE]

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DIVISION OF CORPORATIONS
95 JUN 22 PM 12:23

GSO LENCK CORPORATION, n Florida
corporation

By: 
David A. Hocker, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 22 PM 12:23

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Tallahassee Mall Partners, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees 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.

Registered Agent:

CORPORATION SERVICE COMPANY

By:

Gail Shelby as agent
Gail Shelby

TAMPA/46705.1

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DIVISION OF CORPORATIONS
95 JUN 22 PM 12:23

STATE OF Georgia
COUNTY OF Fulton

EXHIBIT A

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 22 PM 12:23

BEFORE ME, the undersigned, Gregory Greenfield, personally appeared, as President of SGT CORP., a Delaware corporation, which is the managing general partner of Tallahassee Mall Partners, Ltd., a Florida limited partnership ("the Partnership"), whose business address is 5775 Peachtree Dunwoody Road, Suite 200-D, Atlanta, Georgia 30342-1502, who upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners to date is \$1,400,000.00.
2. The amount of additional capital contributions anticipated to be contributed by the limited partners is \$4,100,000.00.

FURTHER AFFIANT SAYETH NOT.

General Partner:

SGT CORP., a Delaware corporation

Dated June 20th, 1995

By: [Signature]
Gregory Greenfield, President

Sworn to and subscribed before me this 20th day of June, 1995 by Gregory Greenfield as President of SGT Corp., a Delaware corporation.

[Signature]
(Signature of Notary Public)

Yolanda F. Smith
(Print, Type, or Stamp Commissioned Name of Notary)

Personally known ✓ or produced identification
Type of Identification Produced

(NOTARIAL SEAL)

My Commission Expires:

Notary Public, DeKalb County, Georgia
My Commission Expires Jan. 5, 1999

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 100, Tallahassee, FL 32301-0417

Mailing Address: P.O. Box 10307, Tallahassee, FL 32302

TOLL FREE No. 1-800-42-8062

FAX (904) 222-1222

No. 53085

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

file 2nd

G. TAX
FILING BIC 6/14/96
R. AGENT FEE 1750.00
C. COPY 1750.00
TOTAL 1750.00
V. BANK
BALANCE DUE

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY gerWALK-IN
Will Pick Up 6/17 12:00

Capital Express™
Art. of Inc. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
() Cert. Copy(s)

✓ Art. of Amend. File etc
Dissolution/Withdrawal
C U S
Fictitious Name File

Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File 70000-1876777
UCC 11 Search -06/26/96--01113--011
UCC 11 Retrieval ***1750.00 ***1750.00

File No.'s, Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prop.
FAX () pgs.

SUBTOTALS _____

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 19 AM 10:26

The undersigned general partners of Tallahassee Mall Partners, Ltd., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112, Florida Statutes.

The total amount of the capital contributions of the limited partners is: \$6,750,000.00.

This 14th day of June, 1996.

FURTHER AFFIANT SAYETH NOT

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

General Partners:

SGT CORP., a Delaware corporation

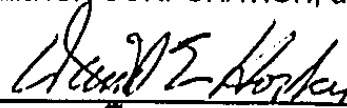
By: _____

Gregory Greenfield, President

[SIGNATURES CONTINUED ON NEXT PAGE]

GSG LENCK CORPORATION, a Florida corporation

By:



David E Hocker, President

WPD/84923.1/70450/52014

FILED STATE
SECRETARY OF CORPORATIONS
96 JUN 19 AM 10:26

APPLICATION FOR
REINSTATEMENT
FOR
LIMITED PARTNERSHIP



A9500000941

DOCUMENT # A9500000941

1. Name of Limited Partnership

Tallahassee Mail Partners, Ltd.

SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 19 AM 10:24

DO NOT WRITE IN THIS SPACE

2. Mailing Address
5775 Peachtree Dunwoody Rd.

Suite D-200, Attn: Legal
City & State Atlanta, GA

Zip 30342-1505 Country USA

3. Principal Office Address
5775 Peachtree Dunwoody Rd.

Suite D-200, Attn: Legal
City & State Atlanta, GA

Zip 30342-1505 Country USA

4. Date Form or Reg. started
to Do Business in Florida June 22, 1995

5. Telephone Number
58-2179840

Applied For
Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☒ See Fee Schedule for additional fee required for a certificate of status.

7. State or Country of Formation Florida

8a. Capital Contributions as Shown
on Records \$5,500,000.00

8b. Amount of Capital Contributions
in FLORIDA to date \$6,750,000.00

FEES: 1) Filing Fee(s): Computed at a rate of \$7 per \$1 COG in amount entered in 8a, with a minimum filing fee of \$52.50 and a maximum of \$437.50 for each year due this office.
2) Supplemental Fee(s): \$138.75 for each year due this office, beginning with 1992 calendar year.
3) Penalty Fee(s): \$500 penalty fee for each year (spaid form is delinquent).
Note: If the amount entered in 8b is greater than amount entered in 8a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.

9. Name and Address of Current Registered Agent

Corporation Service Company
1201 Nays Street, Suite 105
Tallahassee, FL 32301

10. If changed, new registered agent(s):

Name: Homisco Incorporation, Inc.
Street Address (P.O. Box Number is not acceptable): 222 Lakeview Avenue
Suite Apt # etc: Suite 800
City: West Palm Beach FL Zip Code: 33401

10a. Pursuant to the provisions of sections 620.1051 and 620.192, 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 620.192, Florida Statutes.

HOMISCO INCORPORATION, INC.

SIGNATURE (Registered Agent Accepting Appointment):

Steven R. Parson, V.P.

Steven R. Parson, V.P., DATE 6/18/96

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Names of General Partner(s)

Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

City, State and Zip Code

11a. Registration Document Number

SGT Corp.

5775 Peachtree-Dunwoody Rd.
Suite D-200

Atlanta, GA 30342-1505

F95000003024

GSG Lenck Corp.

222 Lakeview Avenue
Suite 800

West Palm Beach, FL 33401

P95000042415

500.00

437.50

138.75

8.75

161085.00

700001877977
-06/27/96--01021--030
***1089.00 ***1085.00

REINSTATEMENT 1996

(BY) C67

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

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(a), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(a). I further certify that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects 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 By:

SGT Corp.

Gregory K. Greenfield

DATE 5/15/96

Typed or Printed Name of General Partner Signing Form Gregory K. Greenfield, President

Telephone Number 404-303-6100