

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-22-9171  
904-22-0391

800-342-8086

# A95000001176



ACCOUNT NO. : 072100000032

REFERENCE : 654057 80349A

600001555666  
-08/09/95--01015--003  
\*\*\*1837.50 \*\*\*1837.50

AUTHORIZATION :

COST LIMIT : 9

ORDER DATE : August 4, 1995  
ORDER TIME : 10:27 AM  
ORDER NO. : 654057  
CUSTOMER NO: 80349A

CUSTOMER: Ms. Jennifer Lukas  
WILLIAMS PARKER HARRISON  
DIETZ & GETZEN  
P.o. Box 3258

Sarasota, FL 34230-3258

8/4/95  
G. TAX 1750.00  
FILING 35.00  
R. STATE FEE 52.50  
C. COPY 51,837.50  
TOTAL 51,837.50  
N. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_

DOMESTIC FILING

NAME: VENETIA BAY, 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: Jeanine Prezeau

EXAMINER'S INITIALS: \_\_\_\_\_

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 AUG -4 PM 12: 21

RECEIVED  
95 AUG -4 AM 11: 10  
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
VENETIA BAY, LTD.,  
A FLORIDA LIMITED PARTNERSHIP**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986) as set forth in Chapter 620, Part I, of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is "Venetia Bay, Ltd."
2. The address of the office of the limited partnership is Suite 300, 901 Venetia Bay Boulevard, Venice, Florida 34292.
3. The name and address of the agent for service of process on the limited partnership is Venetia Hotel, Inc., a Florida corporation, at Suite 300, 901 Venetia Bay Boulevard, Venice, Florida 34292.
4. The name and business address of each General Partner is:  
  
Venetia Hotel, Inc.  
Suite 300  
901 Venetia Bay Boulevard  
Venice, Florida 34292
5. The mailing address of the limited partnership is Suite 300, 901 Venetia Bay Boulevard, Venice, Florida 34292.
6. The latest date upon which the limited partnership shall dissolve is July 1, 2055.

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 the General Partner of Venetia Bay, Ltd., this the 2nd day of August 1995.

VENETIA HOTEL, INC.

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

Richard J. Mitchell  
As its President

"General Partner"

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
9 AUG - 4 PM 12: 21

995000059726

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for Venetia Bay, 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.

**VENETIA HOTEL, INC.**

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

*Richard J. Mitchell*  
Richard J. Mitchell  
As its President

"Registered Agent"

JMH-128091

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG -1, PM 12: 21

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

FILED  
STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
AUG - 2 1995  
PM 2:21

**STATE OF FLORIDA  
COUNTY OF SARASOTA**

**BEFORE ME**, the undersigned authority, personally appeared Richard J. Mitchell, as President of Venetia Hotel, Inc., a Florida corporation, which is the General Partner of Venetia Bay, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon first being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership by each Limited Partner are as follows:

Alex-Arl Florida Company,  
a Florida general partnership \$1,100,000

2. Additional capital contributions are not anticipated to be contributed by any Limited Partner.

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.

  
\_\_\_\_\_  
**RICHARD J. MITCHELL**

**SWORN TO AND SUBSCRIBED** before me this 2nd day of August 1995 by **RICHARD J. MITCHELL**, who is personally known to me or who has produced \_\_\_\_\_ as identification. If no type of identification is indicated, the above-named person is personally known to me.

(Notary Seal)



**OFFICIAL NOTARY SEAL**  
**J. MICHAEL HARTENSTINE**  
MY COMM. EXP. 1-5-98  
No. CC 337666

  
\_\_\_\_\_  
Signature of Notary Public

\_\_\_\_\_  
Print Name of Notary Public  
I am a Notary Public of the State of Florida, and  
my commission expires on \_\_\_\_\_

**FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$100 PENALTY FEE**

**LIMITED PARTNERSHIP ANNUAL REPORT 1996**



FLORIDA DEPARTMENT OF STATE  
Wanda Norman  
Secretary of State  
DIVISION OF CORPORATIONS

**FILED**

95 DEC 14 PM 1:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

**VENETIA BAY, LTD.**

1a. DOCUMENT #  
**A95000001176**

2. New Mailing Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

2a. New Principal Office Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

Mailing Address

**801 VENETIA BAY BLVD., SUITE 300  
VENICE FL 33592**

Principal Office Address

**801 VENETIA BAY BLVD., SUITE 300  
VENICE FL 33592**

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a

3. Date Formed or Registered to Do Business in FLORIDA  
**08/04/1985**

3a. Date of Last Report

4. State or Country of Formation  
**FL**

5a. Capital Contributions as Shown on Record  
**\$1,100,000.00**

5b. Amount of Capital Contributions in FLORIDA to date  
**1.1M**

6. FEI Number  
**65-0610651**

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

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: \$138.75 (pursuant to section 607.193, F.S.)  
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)  
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

*12-15*

9. Name and Address of Current Registered Agent

**VENETIA HOTEL, INC.  
801 VENETIA BAY BLVD., SUITE 300  
VENICE FL 33592**

10. If changed, new Registered Agent/Office

Name

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

Suite, Apt. #, etc.

City

**FL**

Zip Code

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

SIGNATURE (Registered Agent Accepting Appointment)

DATE

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

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

**VENETIA HOTEL, INC.**

11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)

**801 VENETIA BAY BLVD.**

11b. City, State & Zip Code

**VENICE FL 33592**

11c. Registration Document Number

**PC600000720**

**800001663698  
-12/18/95--01016--030  
\*\*\*576.25 \*\*\*576.25**

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)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event 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

*Richard J. Mitchell*

DATE

*12/11/95*

Typed or Printed Name of General Partner Signing Form

**Richard J. Mitchell**

Telephone Number

**941/493-5600**

CR2603 (6/95)