

A95000001824



RECEIVED  
95 NOV 27 PM 11:30  
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 744924 8380A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

900001648339  
-11/29/95--01026--026  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

ORDER DATE : November 27, 1993

ORDER TIME : 11:09 AM

ORDER NO. : 744924

CUSTOMER ID: 8380A

CUSTOMER: J. Gregory Humphries, Esq  
SMITH WILLIAMS & HUMPHRIES

201 East Pine, Suite 701

Orlando, FL 32801

900001648339  
-11/29/95--01026--026  
\*\*\*1785.00 \*\*\*1785.00

FILED  
95 NOV 27 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: PACIFIC RIM IMPORTS, LTD.

FF- \$1,750.00  
RA- \$ 35.00  
CC- \$ 52.50

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozer

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

11-27-95a

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
PACIFIC RIM IMPORTS, LTD.**

A95000001824

FILED  
895 NOV 27 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WHEREAS, the undersigned, desires to form a limited partnership (to be known as "Pacific Rim Imports, Ltd.") pursuant to the provision of a Limited Partnership Agreement.

WHEREAS, the undersigned hereby makes, acknowledges and files with the Secretary of State of Florida the Certificate of Limited Partnership for the purpose of forming, pursuant to the aforesaid Limited Partnership Agreement, a limited partnership in accordance with the laws of the State of Florida.

NOW, THEREFORE, the undersigned hereby certifies as follows:

1. Name of Partnership: The name of the Partnership shall be Pacific Rim Imports, Ltd.

2. Office and Agent for Service of Process: The recordkeeping office for the Partnership shall be 350 S. Lake Destiny Drive, Suite 200, Orlando, Florida 32810. The agent for the service of process is J. Gregory Humphries and his address is 201 East Pine St., Suite 701, Orlando, Florida 32801. The Partnership may change its recordkeeping office or its registered agent, or both, by filing with the Department of State of the State of Florida an amendment complying with this chapter.

3. Name and Business Address of General Partner: The name and address of the General Partner is as follows:

First Team Management, Inc.  
350 S. Lake Destiny Drive, Suite 200  
Orlando, Florida 32810

4. Mailing Address: The mailing address for the Partnership shall be 350 S. Lake Destiny Drive, Suite 200, Orlando, Florida 32810, attention Pacific Rim Imports, Ltd.

5. Term: This Limited Partnership shall commence on the date upon which this Certificate of Limited Partnership is duly filed with the Office of the Secretary of State of the State of Florida, and shall continue thereto in accordance with the terms provided in the Limited Partnership Agreement until December 31, 2025, unless earlier terminated in accordance with the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned, being first duly sworn, has hereto affixed my signature and seal, thereby executing this Certificate of Limited Partnership for the uses and purposes herein stated.

**GENERAL PARTNER:**

**First Team Management, Inc.**

Karen Hiseur

J. Gregory Humphries

By:

W. Warner Peacock,  
Vice-President

**STATE OF FLORIDA  
COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 22 day of November, 1995, by W. Warner Peacock to me well known to be the Vice-President of First Team Management, Inc., a General Partner of the Partnership and one of the persons described in and who signed the foregoing Certificate of Limited Partnership, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.

J. Gregory Humphries  
(Signature)  
J. Gregory Humphries  
(Printed name)

**NOTARY PUBLIC - STATE OF FLORIDA**  
SERIAL NO. \_\_\_\_\_



**J. GREGORY HUMPHRIES**  
MY COMMISSION # CC348488 EXPIRES  
February 17, 1996  
BONDED THROUGH TROY FARM INSURANCE, INC.

Having been named to accept Service of Process for the above-stated Limited Partnership, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192, Florida Statutes.

Signature:

J. Gregory Humphries  
J. Gregory Humphries

Date:

11/22/95

**AFFIDAVIT**

STATE OF FLORIDA  
COUNTY OF ORANGE

FILED  
NOV 27 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being first duly sworn, deposes and says that:

1. He is a Vice-President of First Team Management, Inc., a General Partner of Pacific Rim Imports, Ltd.
2. Capital contributions in the amount of \$1,000.00 have been made by the Partners of said Partnership.
3. Capital contributions in the amount of \$299,000.00 are anticipated to be contributed by the Partners of said Partnership.

This Affidavit is made for the purpose of filing with the Certificate of Limited Partnership of Pacific Rim Imports, Ltd.

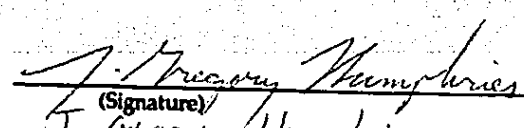
First Team Management, Inc.

By:

  
W. Warner Peacock,  
Vice President

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22 day of November, 1995, by W. Warner Peacock, Vice-President of First Team Management, Inc., a General Partner of Pacific Rim Imports, Ltd., who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.

  
(Signature)  
J. Gregory Humphries  
(Printed name)  
NOTARY PUBLIC - STATE OF FLORIDA  
SERIAL NO.:



J. GREGORY HUMPHRIES  
MY COMMISSION # CC348458 EXPIRES  
February 17, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

FILE ON OR BEFORE APRIL 5, 1996 TO AVOID  
REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

FILED

96 APR -1 PM 1:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE.

1. Name of Limited Partnership

1a. DOCUMENT #  
A95000001824

PACIFIC RIM IMPORTS, LTD.

Mailing Address

350 S. LAKE DESTINY DR.  
STE. 200  
ORLANDO FL 32810

Principal Office Address

350 S. LAKE DESTINY DR.  
STE. 200  
ORLANDO FL 32810

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  
11/27/1995

3a. Date of Last Report

4. State or Country of Formation  
FL

5a. Capital Contributions as Shown  
on Record  
\$299,000.00

5b. Amount of Capital Contributions in  
FLORIDA to date  
299,000

6. FEI Number  
59-3350466

Applied For  
Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

SEE INSTRUCTIONS FOR REQUIRED  
BY 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: \$138.75 (pursuant to section 607.103, F.S.)  
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$437.50 (\$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.

9. Name and Address of Current Registered Agent

HUMPHRIES, J. GREGORY  
201 EAST PINE ST.  
STE. 701  
ORLANDO FL 32801

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  
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

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

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

11b. City, State & Zip Code

11c. Registration/  
Document Number

FIRST TEAM MANAGEMENT, INC.

350 S. LAKE DESTINY D

ORLANDO FL 32810

J22375

800001776638  
-04/11/96--01042--018  
\*\*\*576.25 \*\*\*576.25

Abbar de

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 contained in this report is true and correct and that I am a General Partner of the limited partnership, receiver or trustee of the partnership. I further certify that I am a General Partner of the limited partnership, receiver or trustee of the partnership. I further certify that I am a General Partner of the limited partnership, receiver or trustee of the partnership. I further certify that I am a General Partner of the limited partnership, receiver or trustee of the partnership.

SIGNATURE

DATE

Typed or Printed Name of General Partner Signing Form

W. Warner Peacock

Telephone Number 407/660-2224

CR2C03 (1/7/95)