PRENTICE HALL LEGAL & FINANCIAL SERVICES

LOI HAYS STREET TALLAHASSEE, FL 32304

10001951

ACCOUNT NO. : 072100000032

REFERENCE :

767817

COST LIMIT : \$ 148.75

ORDER DATE: December 14, 1995

ORDER TIME : 9:29 AM

ORDER NO. : 767817

CUSTOMER NO.

6843A

000001661520

CUSTOMER: Barbara Murphy, Legal Asst HILL WARD & HENDERSON

P. D. Box 2231

Tampa, FL 33602

DOMESTIC FILING

CROSS BAYOU, LTD.

| es migres of the | ARTICLES | OF INCOM | RPO RATI | ON |
|------------------|-----------|----------|-----------------|-------------|
| XX | CERTIFICA | TE OF L | IMITED | PARTNERSHIP |
| | | | | |

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia E. Lott

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP OF CROSS BAYOU, LTD.

The undersigned parties, desiring to form a limited partnership under the Florida Evised Uniform Limited Partnership Act, do hereby certify and swear as follows:

- I. Name. The name of the partnership shall be: CROSS BAYOU, LTD.
- II. Name and Address of Registered Agent. The name and address of the agent and office for service of process of the limited partnership shall be:

Martin L. Garcia, Esquire 101 East Kennedy Blvd., Suite 3700 Tampa FL 33602

III. General Partner. The name and address of the general partner of the limited partnership is as follows:

CROSS BAYOU, INC. c/o Martin L. Garcia 7243 Bryan Dairy Road Largo FL 34647

P95000094873

IV. <u>Location of Principal Place of Business and Mailing Address</u>. The limited partnership's principal place of business and mailing address shall be:

c/o Martin L. Garcia 7243 Bryan Dairy Road Largo FL 34647

- V. Term. The term for which the limited partnership is to exist will be from the date of the filing of this Certificate of Limited Partnership until dissolution, which shall be:
 - (a) on December 31, 2015;
 - (b) the sale, abandonment or disposal by the limited partnership of all or substantially all of its assets;
 - (c) the entry of a final judgment, order or decree of a court of competent jurisdiction adjudicating the limited partnership to be bankrupt, and the expiration of the

Prepared by:

Andrew J. Lubrano, Esquire Hill, Ward & Honderson, P.A. P. O. Bex 2231, Tampa FL 33602 (813) 221-3900 Florida Bar Number 263291 period, if any, allowed by applicable law to appeal therefrom;

- (d) any event of dissolution or termination as described in the BAYOU, LTD. Limited Partnership Agreement;
 - (e) the determination by the General Partner to dissolve the Partnership.

IN WITNESS WHEREOF, the undersigned has duly sworn to and executed this Certificate on the date and year indicated below.

Executed this 13th day of December, 1995.

CROSS BAYOU, INC.

"General Partner

Martin I. Garcia, President

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated limited partnership I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Martin L. Garcia

Date: December 13,1995

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE THE UNDERSIGNED, personally appeared Martin L. Garcia, in his capacity as President of CROSS BAYOU, INC., the general partner of CROSS BAYOU, LTD., a Florida limited partnership (hereinafter referred to as the "Partnership", who appoint being sworn, certified as follows:

The amount of capital contributions to date of the limited partners of the Partnership \$100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

Under penalty 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.

DATED this 12 day of December, 1995

FURTHER AFFIANT SAYETH NOT.

CROSS BAYOU, INC. a Florida corporation, General Partner

Bv:

Martin L. Garcia, President

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this <u>December</u>, 1995 by Martin L. Garcia, President of CROSS BAYOU, INC., a Florida corporation, on behalf of the corporation. He is personally known to me.

BARBARA A. MURPHY
MY COMMISSION 6 CC 546717
EDYRES: February 8, 1998
Bonded Thru Motory Public Underwriters

My Commission Expires:
Commission Number:

FILE ON ON DEFONE DECEMBER 31.1

95 FILED 95 DEC 22 AND 33

1. Hame of Limited Partnership

A95000001951

SECRETARY OF STATE TALLAHASSEE, FLORIDA

| CROSS BAYOU, LTD. | | 90 | 96 -AR | | DO NOT WHITE IN THIS SPACE | | | |
|--|--|--|--|------------------|----------------------------|--|--|--|
| | | | 4 . 6 | 2. Non | Mailing Audress, I | l App⊪cable | | |
| Maiking Address | Principal Office Ad | drus4 | CW | Suito. Apri | #, olc | | | |
| c/o Martin L. Gar | | Cdy, Slate 1 Zip 28. New Principal Office Address, B Applicable | | | | | | |
| 7243 Bryan Dairy Road same Largo FL 34647 | | | | | | | | |
| If above addresses are incorrect in any way a | ing through the acorrect information and | ontar currect add | ess in Block 2 and/or 2a | Suite Apt | # etc | | | |
| FLUHIDA | | | Country of Formation | City State & Zio | | | | |
| 12/14/95 FLO | | | RIDA | | | | | |
| 58. Capital Contributions as Shown on Record | 5b. Amount of Capital Contributions in FLORIDA to daily | 6. FEIN | mbor | } | Applied For | 7. CERTIFICATE OF STATUS REQUIRED | | |
| \$100 | | | | | Not Applicable | | | |
| THE AMOUNT DUE SHALL BE MOTIFUR TO | 5 (pursuant to section 607, 193, F.S.) (AN \$191.25 (\$52.50 + \$138.75) AND NO. | MORE THAN \$57 | 5 25 15427 6A . \$120 761 | | | | | |
| | ress of Current Registered Agent | | | 10. | tichanged new R | egistered Agent/Office | | |
| | | · <u> </u> | Name | | | | | |
| MARTIN L. GARCIA 101 E. KENNEDY BLVD., SUITE 3700 | | | Street Address (P.O. Box Number Is Not Acceptable) | | | | | |
| TAMPA FL 33602 | | | Suite, Apt. 4, etc. | | | | | |
| | | | City | | | FL Zip Code | | |
| 109 Pursuant to the comme | sea sect and 520 102 Florida Statutes | the above-game | d bartad nedd artha ara | outset or total | stered under the L | 3WS Of the State of Figure 2, submits this statement | | |

for the purpose of changing its registered office or registered agent, or) althorized by its general partner(s). Thereby accept the appointment of registered agent. Lam familiar with, and accept the obligations of section 620.19

SIGNATURE (Registered Agent Accepting Appointment)

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) | Address of Each General Partner [Do NOT Use Post Office Box Numbers] | 11b. | City. State & Zip Code | 11c. Registration/ Document Number |
|-----------------------------------|---|-------|------------------------|---|
| CROSS BAYOU, INC. | 7243 BRYAN DAIRY ROAD | LARGO | FL 34647 | P95000094873 |
| r | | | -U1785 | D01677432 3/9601120017 91.25 ****191.25 |

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

you me exemply a suited in south from public access. I further certify that the information indicated on the supplier is been determined the public access. I further certify that the information indicated on under gifth under certify that I am a General Partner of the limited partnership, receiver or trustee. Corporations from any trability of non-compliance with Section 119 07(3) 11 in the event by this annual report is true and accurate and that my signature shall hay empowered to execute this report as required by chapter 620. Flor

CROSS BAYOU, INC.

SIGNATURE BY:

Typed or Printed Name of General Partner Signing Form

GARCÍA, PRESIDENT MARTIN L.

DATE 12/15/95

Tolephone Number 813-545-0788

CR2E003 (6/95)

1/22/97

CORPORATE DETAIL RECORD SCREEN

9:57 AM

NUM: A95000001951 STIFL ACTIVE/FL LP ACT CONT: 100.00

FLD: 12/14/1995

FEI#: APPLIED FOR

NAME

: CROSS BAYOU, LTD.

ADDRESS

PRINCIPAL: C/O MARTIN L. GARCIA 7243 BRYAN DAIRY ROAD

LARGO, FL 34647

RA NAME RA ADDR

: GARCIA, MARTIN L : 101 EAST KENNEDY BLVD., SUITE 3700

TAMPA, FL 33602 US

ANN REP

(1996) I 12/22/95

9500000 1951

1. MENU, 3. PARTNERS

ENTER SELECTION AND CR:

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| N. BAHK. | | | | _ |
| BALANCE REFHNO | DUE | | | _ |



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State.

January 10, 1997

CROSS BAYOU, LTD. 15950 BAY VISTA DR., SUITE 250 CLEARWATER, FL 34620

SUBJECT: CROSS BAYOU, LTD. Ref. Number: A95000001951

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Chapter 620, Florida Statutes, requires a supplemental affidavit to be filed pursuant to section 620.108 or 620.169, Florida Statutes, any time the actual contributions of the limited partners exceed the anticipated amount of capital contributions on file with this office.

Please return your document, along with a copy of this letter, within 30 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6051.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FLORIDA LIMITED PARTNERSHIP

| The undersigned general partners of Cross Bayou, Ltd. | |
|---|--|
| Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 6 | 20.112, |
| Florida Statutes. | NIO NIO |
| The total amount of the capital contributions of the limited partners is: \$ 83,333. | ISION OF |
| This 16th day of January , 19 97 | |
| FURTHER AFFIANT SAYETH NOT. | STATE ORATIONS IN 1:01 |
| Under penalties of perjury I declare that I have read the foregoing and that the facts are the best of my knowledge and belief. | true, to |
| General Partner(s) | • |
| by: Menta & The | |
| martin L. Garcia | erre de la constante de la con |

FEES:

\$7 per \$1,000 based on the additional contributions (Minimum \$52.50 - Maximum \$1,750.00)

INHSE20(3/95)