

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
904-222-0171 FAX

800-342-8086

A96000000054



96 JAN 12 AM 11:12

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 800749 4381472

AUTHORIZATION :

COST LIMIT : \$ 105.00

Patricia P. [signature]

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 12 PM 1:03

ORDER DATE : January 12, 1996

ORDER TIME : 10:0 AM

ORDER NO. : 800749

800001688378

CUSTOMER NO: 4381472

CUSTOMER: Ms. Laurie Bergstresser
Broad And Cassel
Suite 1100
390 N. Orange Avenue
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: BATTERIES, LTD.

X ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

1/12/96
[signature]
BK

AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF
BATTERIES, LTD.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 12 PM 12:03

Pursuant to the authority of Section 620.109, Florida Statutes, the undersigned, constituting the sole general partner of BATTERIES, LTD. (the "Partnership"), hereby submits the following in connection with an amendment to the Certificate of Limited Partnership of the Partnership (the "Amendment").

1. The name of the Partnership is BATTERIES, LTD.
2. The date of the filing of the original Certificate of Limited Partnership of the Partnership is the 5th day of January, 1996 (the "Original Certificate").
3. The General Partner of the Partnership hereby desires to change the name of the Partnership from BATTERIES, LTD. to RKW HOLDINGS, LTD.
4. Except for the amendment as set forth in Paragraph 3 above, the Original Certificate shall remain unchanged.

This Amendment has been executed by the undersigned this 10th day of January, 1996.

GENERAL PARTNER

RKW OF CENTRAL FLORIDA CORPORATION,
a Florida corporation

By: Wayne Thaw
Wayne Thaw, President

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

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CSC networks

PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 793033 4301472

AUTHORIZATION :

Tamara P. P. P.

COST LIMIT : \$ 140.00

115

ORDER DATE : January 5, 1996

700001680517

ORDER TIME : 10:50 AM

ORDER NO. : 793033

CUSTOMER NO: 4301472

CUSTOMER: Ms. Laurie Bergstresser
BROAD AND CASSEL

Suite 1100
390 N. Orange Avenue
Orlando, FL 32801

RECEIVED
96 JAN -5 PM 12:17
DIVISION OF CORPORATION

DOMESTIC FILING

NAME:

ARTERIALS
~~ARTERIALS~~, LTD.

ARTICLES OF INCORPORATION
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

115/96

NK

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -5 PM 2:10

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DIVISION OF CORPORATIONS
96 JAN -5 PM 2:10

CERTIFICATE OF LIMITED PARTNERSHIP

OF

BATTERIES, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN - 5 PM 2:11

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole general partner of BATTERIES, LTD. ("PARTNERSHIP") hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be BATTERIES, LTD.
2. The address of the office where records shall be kept shall be 279 Douglas Avenue, Suite 112, Altamonte Springs, Florida 32714. The name and address of the registered agent for service of process is Wayne Thaw, 279 Douglas Avenue, Suite 112, Altamonte Springs, Florida 32714.
3. The name and business address of the general partner is:

RKW OF CENTRAL FLORIDA CORPORATION,
a Florida corporation
279 Douglas Avenue
Suite 112
Altamonte Springs, Florida 32714
pg. 6000001759
4. The mailing address of the limited partnership is 279 Douglas Avenue, Suite 112, Altamonte Springs, Florida 32714.
5. The latest date upon which the Partnership is to dissolve shall be December 31, 2025.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN - 5 PM 2:10

This Certificate has been executed by the undersigned this 1 day of January, 1996.

GENERAL PARTNER:

RKW OF CENTRAL FLORIDA CORPORATION, a Florida corporation

By: Wayne Thaw

Wayne Thaw, President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for **WATKINS, LTD.** the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that he is familiar with his statutory obligations as such.

Wayne Thaw
Wayne Thaw

Dated this 1 day of January, 1996.

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DIVISION OF CORPORATIONS
96 JAN - 5
PM 2:11

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DIVISION OF CORPORATIONS
96 JAN - 5
PM 2:10

**AFFIDAVIT
OF
CAPITAL CONTRIBUTIONS**

The undersigned being the sole general partner of **WATKINS, LTD.** and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of **WATKINS, LTD.** with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is real property located in Orange County, Florida, valued at \$ 990.00 and no further capital contributions from the limited partners are reasonably anticipated at this time.

This Affidavit is executed and sworn to by:

General Partner:

**RKW OF CENTRAL FLORIDA
CORPORATION, a Florida corporation**

By: Wayne Thaw
Wayne Thaw, President

STATE OF FLORIDA

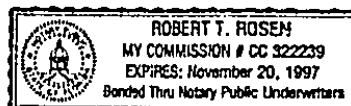
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 1 day of January, 1996, by Wayne Thaw, President of RKW of Central Florida Corporation, General Partner, and who is personally known to me.

Robert T. Rosen
Notary Public

My Commission Expires:

Print, type or stamp name of notary



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