1201 HAYS STREET TALLAHASSEE, FL 32301 800-342-8086

PRENTICE HALL LUGAL A TINANCIAL SURVICES

ACCOUNT NO. :

0721000000032

REFERENCE #

859064

938970

AUTHORIZATION #

COST LIMIT # # PPD

ORDER DATE : February 26, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 859064

CUSTOMER NO:

93897A

CUSTOMER: Ms. Pamela Moore

CASELLA & MCMICHAEL

Suite C

1432 First Street Sarasota, FL 34236 K. MOTHE FE 35, 00 C. SOFY. TOTAL K. L N. BASE ...

BALANCE DUE ?EFUND___

DOPESTIC FILING

\$00001730165 -03/04/96--01019--016 ***1837.50 ***1837.50

NAME:

FLORIDA CLUB CONCEPTS, A FLORIDA LIMITED PARTNERSHIP

EFFECTIVE DATE:

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: Unassigned

EXAMINER'S INITIALS:

JIVISION OF CORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP OF

FLORIDA CLUB CONCEPTS.

Limited Partnership

The Undersigned general partners desiring to form a limited of partnership pursuant to the Florida Revised Uniform Limited of Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby state the following:

- 1. The name of the Partnership is Florida Club Concepts, Limited
 2. The address of the office of the Partnership is c/oPartnership
 Casella & McMichael, PA, Suite C, 1432 First Street, Sarasota,
 Florida 34236.
- 3. The name and address of the agent for service of process is Robert M. Casella, Esq., Casella & McMichael, PA, Suite C, 1432 First Street, Sarasota, Florida 34236.
- 4. The names and business addresses of the general partners are as follows:
 J. Richard Kalser

Enterprises, Inc.
a Florida Corporation

4026 Roberts Point Road Sarasota, Florida 34242

- 5. The mailing address of the Partnership is c/o Casella & McMichael, PA, Suite C, 1432 First Street, Sarasota, Florida 34236.
- 6. The latest date upon which the Partnership shall dissolve is December 31, 2025.

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 all of the general partners of Florida Club Concepts this 2/57 Day of February, 1996.

General Partner(s):

J. Richard Kaiser Enterprises, Inc. a Florida Corporation

ttest: Secretary

y: J. Richard Kaiser,

President.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the general partners of Florida Club Concepts, Limited Partnership certify as follows:

The amount of capital contributions of the limited partners to date is \$100,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 717,000.00.

This $\frac{2/57}{}$ day of February, 1996.

FURTHER AFFIANT SAYETH NOT.

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

Enterprises, Inc.	
a Florida Corporation	
•	Attest:
Aluhand learn	1 Meland Veen
By: J. Richard Kaiser, President	Secretary

STATE OF FLORIDA COUNTY OF SARASOTA

J. Richard Kaiser

The foregoing instrument was acknowledged before me this 2/57 Day of February, 1996, by J. Richard Kaiser, as President and as Secretary for J. Richard Kaiser Enterprises, Inc.

Notary Public: State of Florida	
PAMELA MOORE COMMISSION # CC 380725 EXPIRES JUN 8, 1998 BONDED THRU ATLANTIC HONDING CO., INC.	Signature of Notary Public Himkin Noune Typed/ Printed Name
Personally Known:; or Pr Type of Identification Produced:	roducing Identification

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent for Florida Club Concepts, Limited Partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership hereby agree 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, including Florida Statute 620.192.

REGISTARED AGENT

Robert M. Casella, Esq.