

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8086

A96000000616



FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 MAR 29 PM 1:50

ORDER NO. : 100000000616  
ORDER DATE : 04/02/96  
ORDER TIME : 10:51 AM  
ORDER NO. : 100000000616  
CUSTOMER NO. : 00000000

ORDER NO. : 100000000616

ORDER TIME : 10:51 AM

ORDER NO. : 100000000616

CUSTOMER NO. : 00000000

CUSTOMER: GUTHRIE, R. M. HARRIS, LEGAL REPRESENTATIVE  
1001 JAMES RUSSELL COLLETT  
PITCHFORD & GORDON, CLERK  
Darnell Bank Center, 8100 E. 1  
240 South Pineapple Avenue  
Tallahassee, FL 32306-6247

G. TAX	52.50
FILING	35.00
R. AGENT FEE	52.50
C. COPY	140.00
TOTAL	
N. BANK	
BALANCE DUE	
REFUND	

DOMESTIC FILING

NAME: THEATRE ASSOCIATES, LTD

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

3/29/96  
DIVISION OF CORPORATIONS  
96 MAR 29 PM 12:21  
RECEIVED

CERTIFICATE OF LIMITED PARTNERSHIP OF  
THEATRE ASSOCIATES, LTD.,  
a Florida limited partnership

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAR 29 PM 1:50

The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Chapter 620 of the Florida Statutes, does hereby state the following:

1. The name of the Partnership is:

THEATRE ASSOCIATES, LTD.

2. The address of the office of the Partnership is:

c/o Bay Plaza Executive Center  
1290 Palm Avenue  
Sarasota, Florida 34236

3. The name and address of the agent for service of process on the Partnership is as follows:

Mark S. Kauffman  
Theatre Associates, Ltd.  
c/o Bay Plaza Executive Center  
1290 Palm Avenue  
Sarasota, Florida 34236

4. The name and business address of the general partner is as follows:

946000008524

BKB, Inc., a Florida corporation  
c/o Bay Plaza Executive Center  
1290 Palm Avenue  
Sarasota, Florida 34236

5. The mailing address of the Partnership is:

c/o Bay Plaza Executive Center  
1290 Palm Avenue  
Sarasota, Florida 34236

6. The latest date upon which the Partnership shall dissolve is December 31, 2035, unless the term of the Partnership is further extended by a Majority in Interest of the Partners as defined in this Agreement.

7. The effective date of this Certificate of Limited Partnership shall be the effective date of the filing of

the certificate of limited partnership with the Department of State.

The execution of this certificate by the undersigned general partners 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 DAVID S. BAND, as President of BKB, INC., a Florida corporation, the general partner of THEATRE ASSOCIATES, LTD., a Florida limited partnership, this 28<sup>th</sup> day of March, 1996.

WITNESSES:

BKB, INC.,  
a Florida corporation

By: David S. Band  
David S. Band  
President

FILED - STATES  
SECRETARY OF CORPORATIONS  
96 MAR 29 PM 1:50

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for THEATRE ASSOCIATES, LTD., at the place designated in the foregoing Certificate of Limited Partnership, I, hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of these duties, and we accept the duties and obligations of Section 620.192 of the Florida Statutes.

Date: 3/28/96

Mark S. Kauffman  
Mark S. Kauffman  
Registered Agent

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA  
COUNTY OF SARASOTA

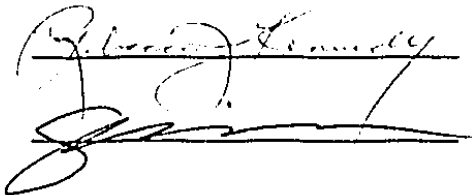
BEFORE ME, the undersigned Notary Public, personally appeared DAVID S. BAND, the President of BKB, INC., a Florida corporation, the general partner of THEATRE ASSOCIATES, LTD., a Florida limited partnership, hereinafter referred to as "Partnership," who, upon being duly sworn, certified as follows:

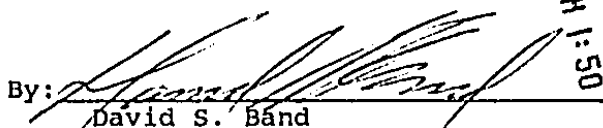
1. The amount of the capital contributions of the limited partners of the Partnership is \$7,000.00.
2. The amount of additional capital contributions of the limited partners of the Partnership anticipated is \$0.

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

WITNESSES:

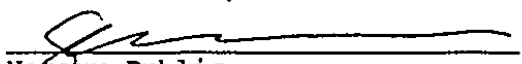
BKB, INC.,  
a Florida corporation



By:   
David S. Band  
President

"GENERAL PARTNER"

28th The foregoing instrument was acknowledged before me, this day of March, 1996, by DAVID S. BAND, President of BKB, INC., a Florida corporation, general partner, who is personally known to me ~~or who has produced~~ as identification and who did (did not) take an oath.

  
Notary Public  
Print Name \_\_\_\_\_

My Commission Expires:

(BDM:gkm\6862-1\Theatre Ltd Cert & Aff Cap Con)

