izor Hays Street TALLAHASSEE, FL 12301

800-342-8086



ACCOUNT NO. : 0721000000032

REFERENCE : 939688 4323655

AUTHORIZATION :

COST LIMIT: 9 96.25

ORDER DATE : May 2, 1996

ORDER TIME : 11:14 AM

ORDER NO. : 939688

400001805204

CUSTOMER NO:

4323655

CUSTOMER:

Katherine Russell, Legal Asst

ANNIS MITCHELL COCKEY EDWARDS

& ROEHN, P.A. P. O. Box 3433

Tampa, FL 33601

#### DOMESTIC FILING

NAME:

TWC FIFTY-FIVE, LTD.

### EFFECTIVE DATE:

ARTICLES OF INCORPORATION XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY PLAIN STAMPED COPY \_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

## CERTIFICATE OF LIMITED PARTNERSHIP OF TWC FIFTY-FIVE, LTD.

The undersigned hereby executes and swears to this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida.

- 1. Name of Partnership. The name of the Partnership shall be TWC FIFTY-FIVE, LTD.
- 2. Address of Recordkeeping Office: Agent for Service of Process. The records to be kept pursuant to Florida Statute Section 620.106 shall be located at 201 N. Franklin Street, Suite 2100, Tampa, Florida 33602, and the name of the Partnership's agent for service of process at said address is Stephen J. Mitchell.
- 3. Name and Business Address of the General Partner. The name and address of the General Partner are as follows:

### <u>Name</u>

#### Address

TWC FIFTY-FIVE, INC., a Florida corporation

(4(,)CCC 3 8174

6200 Courtney Campbell Causeway Suite 600 Tampa, Florida 33607

- 4. Mailing Address for the Limited Partnership. The mailing address for the Limited Partnership shall be located at 6200 Courtney Campbell Causeway, Suite 600, Tampa, Florida 33607.
- 5. Term. The term for which the Partnership is to exist shall be thirty (30) years from the filing of this Certificate in the Office of the Secretary of State of the State of Florida, unless sooner terminated in accordance with a Limited Partnership Agreement for TWC FIFTY-FIVE, LTD.

DATED this 15t day of May, 1996.

GENERAL PARTNER:

TWC FIFTY-FIVE, INC., a Florida corporation

ву:

Stephen J. Mitchell Assistant Secretary CANA -2 H 8: 20

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing was acknowledged before me this 5+ day of May, 1996, by Stephen J. Mitchell, as Assistant Secretary of TWC FIFTY-FIVE, INC., a Florida corporation, who is dersonally known to me or who has produced as identification and who did take an oath.

NOTARY BUBLIE

Name: Sep

My Commission Expires:

1088-332-0338919.01

STEPHEN J. SZABO III
MY COMMISSION # CC 464540
EQPIRES: July 17, 1999
Bonded Thru Notary Public Underwriters

# ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Limited Partnership, at the place designated herein, 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 my duties.

STEPHEN J. MITCHELL

1088-332-0338919.01

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

- I, STEPHEN J. MITCHELL, the Assistant Secretary of TWC FIFTY-FIVE, INC., the sole general partner of TWC FIFTY-FIVE, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," who, upon being sworn, certifies as follows:
- (a) The limited partners have contributed a total of \$10.00 of capital to the Partnership.
- (b) It is anticipated that no additional contributions shall be contributed by the limited partners in the future.

day of May, 1996.

FURTHER AFFIANT SAYETH NOT.

Under penalties 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.

**GENERAL PARTNER:** 

TWC FIFTY-FIVE, INC., a Florida corporation

By:

Stephen J. Mitchell Assistant Secretary

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

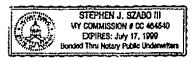
The foregoing was acknowledged before me this 15+ day of May, 1996, by Stephen J. Mitchell, as Assistant Secretary of TWC FIFTY-FIVE, INC., a Florida corporation, who is personally known to me or who has produced as identification and who did take an oath.

Name:

Commission No.

My Commission Expires:

1088-332-0338919.01



$^{\bullet}$ $\Theta$	96000	M 841	
Two	Fifty - live U.C.		1
0300	Courtney Camp Address	roch Consuson, SI	W 6000
City/State	2 5 3 3 60 7 Phone #	Office Use Only	
CORPORATIO	N NAME(S) & DOCUMENT I	NUMBER(S), (if known):	.(
_	riporation Name)	(Document #) 30000205 -01/08/97	503337 01047002
(Co	rporation Name)	(Document #) ***2326-2	2 <del>5_**</del> *1750.00
	rporation Name)	(Document #)	OFO 96
4(Co	poration Name)	(Document #)	121 121 121 121 121 121 121 121 121 121
_	Pick up time Will wait		COF STATE ORFORATIONS AH 9: 23
NEW FILINGS	AMENDMENTS	<u> </u>	<del> </del>
Profit	V	ustylla lolume	$\mathcal{E}$
NonProfit	Resignation of R.A., Officer/		
Limited Liability	Change of Registered Agent		
Dornestication	Dissolution/Withdrawal		
Other	Merger		
OTHER FILINGS	REGISTRATION/	31 \. \ \ 5 <u>\\ .</u> \ _\	
Annual Report	Foreign	R. ASTRO FEE	
Fictitious Name  Name Reservation	Limited Partnership		
Martie Reservation	Reinstatement	N. USBKBALANCE DUE	
	Trademark	REFUND.	
	Other		

Examiner's Initials

CR2E031(1.95)

# SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting all of the general partners of TWC Fifty-Five, Ltd., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112, Florida Statutes.

The total amount of the capital contributions of the limited partners is \$1,248,000.00.

This 19th day of December, 1996.

FURTHER AFFIANT SAYETH NOT.

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

TWC Fifty-Five,Ltd.

By: TWC Fifty-Five Inc., General Pattner
By: Dona Hockla

Debra F. Koehler Senior Vice President