

1201 HAYS STREET
FALL HARBOR, FL 32108-2607

800-342-8086

A96000001137



PREMIER MAIL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 989481 4306424

AUTHORIZATION : *Ultimedia Projects*

COST LIMIT : \$ 367.50

ORDER DATE : June 17, 1996

ORDER TIME : 11:12 AM

ORDER NO. : 989481

CUSTOMER NO: 4306424

700001868987

CUSTOMER: Abigail Watts-fitzgerald, Esq
STEEL HECTOR & DAVIS

41st Floor, Ste. 4000
200 S. Biscayne Boulevard
Miami, FL 33131-2398

DOMESTIC FILING

NAME: JUPITER STADIUM, 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
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS: *FK*

6/17/96

FILED
SECRETARY OF STATE
CORPORATIONS
96 JUN 17 PM 2:21

96 JUN 17 PM 1:21

CERTIFICATE OF LIMITED PARTNERSHIP
OF
JUPITER STADIUM, LTD.

RECORDED
JUN 17 1996
STATE OF FLORIDA

The undersigned General Partner of Jupiter Stadium, Ltd., a Florida limited partnership (the "Partnership"), desiring to adopt a certificate of limited partnership of Jupiter Stadium, Ltd. (the "Certificate") pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986), hereby states the following:

1. The name of the Partnership is "Jupiter Stadium, Ltd."
2. The address of the office and the name and address of the agent for service of process on the Partnership is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.
3. The name and business address of the sole General Partner is JS Stadium, Inc., a Florida corporation, c/o Municipal Stadium, P.O. Box 3566, West Palm Beach, Florida 33402.
4. The mailing address of the Partnership is c/o Municipal Stadium, P.O. Box 3566, West Palm Beach, Florida 33402.
5. The latest date upon which the Partnership shall dissolve is December 31, 2030.

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 has been executed by the undersigned officer of JS Stadium, Inc., a Florida corporation, as the sole General Partner of the Partnership, this _____ day of June, 1996.

JS Stadium, Inc., a Florida corporation
General Partner

By: 
Laurier Carpentier, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for Jupiter Stadium, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership of the Partnership, I hereby agree to accept service of process for said Partnership and to comply with all statutes relative to the complete and proper performance of the duties of the registered agent.



Corporation Service Company

Laura R. Dunlap,
as agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, Laurier Carpentier, President of JS Stadium, Inc., a Florida corporation, the sole General Partner of Jupiter Stadium, Ltd., a Florida limited partnership, herein referred to as the "Partnership", who upon duly sworn, certifies as follows:

The actual amount of capital contributed to the Partnership by the Limited Partners is \$10,000.00. The anticipated amount of capital contributions (including the actual amount of capital contributed by the Limited Partners) to the Partnership by its Limited Partners is \$40,000.00.

FURTHER AFFIANT SAYETH NOT.

Upon 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.

JS STADIUM, INC., a Florida corporation

By: 
Laurier Carpentier, President

Date: June 14, 1996

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