PRESTICE HALL
ELBASEM SERVICE ACCOUNT NO. : 072100000032

REFERENCE :

063479

4381472

AUTHORIZATION :

COST LIMIT : \$

1793.75

ORDER DATE: August 23, 1996

ORDER TIME : 10:55 AM

ORDER NO. : 063479

CUSTOMER NO:

4381472

7000001930757

CUSTOMER: Janice Myers, Legal Assistant

BROAD AND CASSEL

390 N. Orange Avenue

Suite 1100

Orlando, FL 32801

### DOMESTIC FILING

NAME:

THRIFT PLUS, LTD.

File and

## EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

### CERTIFICATE OF LINITED PARTNERSHIP

OF

## THRIFT PLUS, LTD.



Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting all of the general partners of THRIFT PLUS, LTD. (the "Partnership"), hereby submit the following in connection with the formation of the Partnership:

- 1. The name of the Partnership shall be THRIFT PLUS, LTD.
- 2. The address of the initial office where records shall be kept shall be 2200 Lucien Way, Suite 450, Maitland, Florida 32751. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.
- 3. The names and initial business addresses of each of the general partners are:

FASHION BLUES, INC., a Florida corporation 2200 Lucien Way, Suite 450 Maitland, Florida 32751 P460WU 42306

TRUE THRIFT LIMITED, a Canadian corporation authorized to transact business in Florida as TRUE THRIFT LIMITED, INC.

120 Front Street, East, Suite 203
Toronto, Ontario M5A 4L9
Canada

- 4. The initial mailing address of the limited partnership is 2200 Lucien Way, Suite 450, Maitland, Florida 32751.
- 5. The latest date upon which the Partnership is to dissolve shall be December 31, 2046.
- 6. This Certificate may be executed in one or more counterparts, each of which will be deemed an original and all of which together will constitute one and the same instrument.

This Certificate has been executed by the undersigned effective as of the 22nL day of August, 1996.

FASHION LUES, INC., a Florida corporation Alan H. Ginsburg, President

TRUE THRIFT LIMITED, a Canadian corporation authorized to transact business in the State of Florida as TRUE THRIFT LIMITED, INC.

By: Julius C. Csurgo, President

SECRETARY OF STATIONS
ON ISION OF CORPORATIONS
ON ISION 23 PH 2: 26

This Certificate has been executed by the undersigned effective as of the 22n2 day of August, 1996.

# GENERAL PARTNERS:

FASHION BLUES, INC., a Florida corporation

Alan H. Ginsburg, President

TRUE THRIFT LIMITED, a Canadian corporation authorized to transact business in the State of Florida as TRUE THRIFT LIMITED, INC.

Julius C. Csurgo, President

SECRETARY OF STATIONS
SECRETARY OF COAPORATIONS
ON 15 DAY 23 PM 2: 26

### ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for THRIFT PLUS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with its statutory obligations as such.

BAC CORPORATE SERVICES OF CENTRAL FLORIDA, INC. a Florida corporation

Ву:

Randal M. Alligood Vice President

Dated this 22nd day of August, 1996.

SECRETARY OF STATIONS SECRETARY CORPORALITIONS OF NUC 23 PM 2: 26

## AFFIDAVIT

OF

## CAPITAL CONTRIBUTIONS

The undersigned being all of the general partners of THRIFT PLUS, LTD., and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of THRIFT PLUS, LTD. with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partner as of the date hereof is \$500,100.00, and an additional contribution of \$500,000 is anticipated. Therefore, the total capital contributions on record will be \$1,000,100.00.

Dated this 12 day of August, 1996.

This Affidavit is executed and sworn to by.

GENERAL PARTNER

FASHION BLUES, INC., a Florida corporation

Alan H. Ginsburg, President

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this Laday of August, 1996, by Alan H. Ginsburg, President of Fashion Blues, Inc., a Florida corporation, general partner of Thrift Plus, Ltd., and who is personally known to me.)

(Signature of Notary Public)

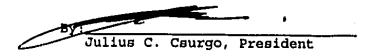
(Typed name of Notary Public)
Notary Public, State of Florida
Commission No.
My commission expires:

\*\*\*

KRISTIE I. DYKES My Commission CC318466 Expires Sep. 01, 1997 Bonded by HAI ICO-422-1985

#### GENERAL PARTNER:

TRUE THRIFT LIMITED, a Canadian corporation authorized to transact business in the State of Florida as TRUE THRIFT LIMITED; INC.



The foregoing instrument was acknowledged before me this day of August, 1996, by Julius C. Csurgo, President of True Thrift Limited, a Canadian corporation authorized to transact business in the State of Florida as TRUE THRIFT LIMITED, INC.

general partner of Thrift Plus, Ltd., and who is personally known to me.

(Signature of Notary Public)

(Typed name of Notary Public)
Notary Public, State of Florida
Commission No.
My commission expires: //o

SHERMAN W. HANS, Q.Q. Barrister and Solicitor 10 Foxbar Road Toronto, Ontario M4V 296

SECRETARY OF STATENS DIVISION OF CORPORATIONS 96 AUG 23 PM 2: 26