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FERGESON, SKIPPER, SHAW, KEYSER, BARON & TIRABASSI, P.A.

DOUGLAB R. BALD (I)
DAVID J. BARON (I)
CHARLA MCNALLY BURCHETT (4)
JAMEB O. PERDEBON, JR. (2)
RICHARD R. GANG
BTEPHEN B. KEYBER (3)
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October 14, 1996

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(i) BOARD CERTIFIED CIVIL TRIAL LAWYER (2) BOARD CERTIFIED TAIL LAWYER (3) BOARD CERTIFIED REAL ESTATE LAWYER (4) BOARD CERTIFIED WILLS, TRUBTS AND ESTATE LAWYER

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Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, Florida 32314

Re: Hyde Sporting & Leisure Enterprises, Ltd.

File No. 7269/12840

Gentlemen:

Enclosed are the following:

1. Duplicate originals of Affidavit and Certificate ∞of Limited Partnership of Hyde Sporting & Leisure Enterprises, Ltd., a Florida limited partnership; and

2. Check payable to the Florida Department of State in the amount of \$1,785.00, representing the filing fee of \$1,750.00 and resident agent fee of \$35.00.

Please file the Affidavit and Certificate and return the duplicate originals to me.

If you should have any questions, please do not hesitate to give me a call.

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## CERTIFICATE OF LIMITED PARTNERSHIP OF HYDE SPORTING & LEISURE ENTERPRISES, LTD., a Florida Limited Partnership

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, hereby states the following:

- 1. The name of the Limited Partnership is HYDE SPORTING & LEISURE ENTERPRISES, LTJ.
- 2. The address of the office of the Limited Partnership is 5802 Longwood Run Blvd., Sarasota, Florida 34243.
- 3. The name and address of the agent for service of process on the Limited Partnership is as follows:

James O. Fergeson, Jr. 1515 Ringling Blvd., Suite 1000 Sarasota, Florida 342361

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

Hyde Sporting & Leisure 5802 Longwood Run Blvd.
Enterprises, L.C. Sarasota, Florida 34243
a Florida limited liability company

- 5. The mailing address of the Limited Partnership is 5802 Longwood Run Blvd., Sarasota, Florida 34243.
- 6. The latest date upon which the Limited Partnership shall dissolve is December 31, 2050.
- 7. The actual and anticipated amount of capital contributions to be contributed by the limited partners is cash in the following amounts:

### Limited Partner

### Contribution

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1. A. Edward Hyde

\$ 495,000.00

2. Maureen A. Hyde

\$ 495,000.00

\$ 990,000.00

8. The effective date of this Certificate of Limited Partnership shall be upon filing with the Department of State.

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 the general partner on 18 July 1996.

HYDE SPORTING & LEISURE ENTERPRISES, L.C.

By:

A. Edward Hyde, Member 20 65

STATE OF MARLING HAM

COUNTY OF SURABY

The foregoing instrument was acknowledged before me on

The foregoing instrument was acknowledged before me on to me or who has produced PASSOCT NO 0205/7025 was identification and who did (did not) take an oath.

(Print or Type Name Under Signature)
Notary Public
Serial Number (if any)
Commission Expiration Date

My Commission Condenses So Cong
Cos I shall proceeds

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#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for the Hyde Sporting & Leisure Enterprises, Ltd. (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.

JAMES O. FERGESON, SR.

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