

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-1193 FAX

800-342-8086



PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 158037 4326591

AUTHORIZATION :

Patricia Pyjunt

COST LIMIT : \$ 1837.50

ORDER DATE : November 18, 1996

ORDER TIME : 9:55 AM

ORDER NO. : 158037-005

000002006900--1

CUSTOMER NO: 4326591

CUSTOMER: Amy Eckard, Legal Assistant
FOWLER WHITE GILLEN BOGGS
VILLAREAL & BANKER, P.A.
501 East Kennedy Boulevard
Suite 1700
Tampa, FL 33602

DOMESTIC FILING

NAME: HOPS OF FALLS MALL, LTD.

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: Lori R. Dunlap

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 18 AM 11:55

RECEIVED
96 NOV 18 PM 10:41
DIVISION OF CORPORATION

13K
11/18/96

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
HOPS OF FALLS MALL, LTD.
a Florida limited partnership**

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

- (a) Name and address of the limited partnership:

HOPS OF FALLS MALL, LTD.
c/o Hops Grill & Bar, Inc.
3030 N. Rocky Point Drive West
Suite 650
Tampa, Florida 33607

- (b) The name and address of the agent for service of process:

Fowler, White, Gillen, Boggs,
Villareal and Banker, P.A.
501 East Kennedy Boulevard
Suite 1700
Tampa, Florida 33602
Attn: R. Alan Higbee, Esq.

- (c) The name and business address of each general partner:

Name:

Hops of South Florida, Inc. P96000073132

Business Address:

c/o Hops Grill & Bar, Inc.
3030 N. Rocky Point Drive West
Suite 650
Tampa, Florida 33607

- (d) The mailing address for the limited partnership:

c/o Hops Grill & Bar, Inc.
3030 N. Rocky Point Drive West
Suite 650
Tampa, Florida 33607

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 18 AM 11:55

- (e) The latest date upon which the limited partnership is to dissolve:
midnight, December 31, 2046
- (f) The effective date of this Certificate of Limited Partnership shall be the date of filing of this certificate.
- (g) A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest, shall be effective if executed in the Partnership name solely by a general partner.

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 David L. Mason, the President of Hops of South Florida, Inc., the sole general partner of Hops of Falls Mall, Ltd., on this 14th day of November, 1996.

General Partner:
HOPS OF SOUTH FLORIDA, INC.

David L. Mason

David L. Mason, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 18 AM 11:55

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 14th day of November, 1996, by David L. Mason, the President of Hops of South Florida, the sole general partner of Hops of Falls Mall, Ltd. He/she (check one):

- ☒ is personally known to me; or
☐ has produced _____ as identification.
(Type of identification)



Marissa Aleixo
Signature of Notary Public,
State of Florida

Marissa Aleixo
Type or print name
Commission number: CC 417505
My Commission Expires: 10.30.98

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 NOV 18 AM 11:55

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Hops of Falls Mall, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, R. Alan Higbee for Fowler, White, Gillen, Boggs, Villareal and Banker, P.A., on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all laws, rules, and regulations relevant to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

FOWLER, WHITE, GILLEN, BOGGS,
VILLAREAL AND BANKER, P.A.

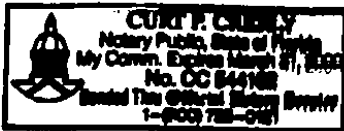
By: R. Alan Higbee
R. Alan Higbee, for the Firm

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 18 AM 11:55

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Subscribed and sworn to before me this 15th day of November, 1996, by
R. Alan Higbee. He/she (check one):

- ☒ is personally known to me; or
☐ has produced _____ as identification.
(Type of identification)



Curt P. Creely
Signature of Notary Public,
State of Florida

Curt P. Creely
Type or print name
Commission number: 00544162
My Commission Expires: 3/31/2000

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
HOPS OF FALLS MALL, LTD.**

BEFORE ME, the undersigned personally appeared David L. Mason, the President of Hops of South Florida, Inc. as general partner of Hops of Falls Mall, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership," who upon being duly sworn, certified as follows:

The amount of capital contributions to the Partnership made, or anticipated to be made, by the limited partners of the Partnership will exceed, in the aggregate, \$250,000.00.

FURTHER AFFIANT SAYETH NAUGHT.

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:
HOPS OF SOUTH FLORIDA, INC.

By: David L. Mason
David L. Mason, President

The foregoing instrument was acknowledged before me this 14th day of November 1996, by David L. Mason, the President of Hops of South Florida, the sole general partner of Hops of Falls Mall, Ltd.

He/she

(check one):

- ☒ is personally known to me; or
☐ has produced _____ as identification.
(Type of Identification)



Marissa Aleixo
Signature of Notary Public,
State of Florida

Marissa Aleixo
Type or print name
Commission number: CC 417505
My Commission Expires: 10-30-98

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 NOV 18 AM 11:55



THE UNITED STATES
CORPORATION
COMPANY

A96000002099

ACCOUNT NO. : 072100000032

REFERENCE : 329018 4326591

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 52.50

ORDER DATE : April 14, 1997

ORDER TIME : 9:41 AM

ORDER NO. : 329018-065

CUSTOMER NO: 4326591

800002141878--4

CUSTOMER: Curt P. Creely, Esq
Fowler White Gillen Boggs
501 East Kennedy Boulevard
Suite 1700
Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: HOPS OF FALLS MALL, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: *BK*
4/14/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 14 PM 1:00

RECEIVED
97 APR 14 AM 10:40
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FL 32304

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
HOPS OF FALLS MALL, LTD.**

Pursuant to Section 620.109, *Florida Statutes*, Hops Grill & Bar, Inc. (formerly known as HG Acquisition Corp.), a Florida corporation which is the sole general partner of HOPS OF FALLS MALL, LTD., a Florida limited partnership (the "Partnership"), hereby submits this Certificate of Amendment to the Certificate of Limited Partnership of the Partnership:

1. The Certificate of Limited Partnership of the Partnership was filed with the Florida Department of State on November 18, 1996.

2. On March 13, 1997, (i) Hops of South Florida, Inc., the sole general partner of the Partnership, merged with and into HG Acquisition Corp., a Florida corporation, and (ii) HG Acquisition Corp. changed its name to "Hops Grill & Bar, Inc." Accordingly, Paragraph (c) of the Certificate of Limited Partnership of the Partnership is hereby deleted in its entirety and the following is substituted therefor:

"(c) The name and business address of each general partner:

name:
Hops Grill & Bar, Inc.

business address:
3030 N. Rocky Point Drive West
Suite 650
Tampa, Florida 33607"

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 14 PM 1:00

3. The effective date of this Certificate of Amendment shall be the date of its filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment under the pains and penalties of perjury effective this 28th day of March, 1997.

HOPS GRILL & BAR, INC., general
partner of Hops of Falls Mall, Ltd.

By: David L. Mason
David L. Mason, President



A96000002099

ACCOUNT NO. : 072100000032

REFERENCE : 329018 4326591

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 52.50

ORDER DATE : April 14, 1997

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ORDER NO. : 329018-065

CUSTOMER NO: 4326591

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CUSTOMER: Curt P. Creely, Esq
Fowler White Gillen Boggs
501 East Kennedy Boulevard
Suite 1700
Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: HOPS OF FALLS MALL, LTD.

EFFECTIVE DATE:

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CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: *BK 4/14/97*

FILED
STATE
SECRETARY OF
97 APR 14 PM 1:00

RECEIVED
97 APR 14 AM 10:40
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
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partner of Hops of Falls Mall, Ltd.

By: David L. Mason
David L. Mason, President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 14 PM 1:00