

JAMES A. HARTMAN, P.A.

ATTORNEYS AT LAW
A PROFESSIONAL ASSOCIATION

A96000002350

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

600002027456--3
-12/12/96--01074--001
***1837.50 ***1837.50

Re: Florking Restaurant II, Ltd.; Florking Restaurant III, Ltd.; Florking Restaurant IV, Ltd.; and Florking Restaurant VI, Ltd.

Dear Sir/Madam:

Enclosed please find one (1) original and one (1) copy of the Affidavit and Certificate of Limited Partnership for each of the above-referenced limited partnerships, together with check #7508 in the amount of \$1,837.50; check #7509 in the amount of \$1,837.50; check #7510 in the amount of \$7510; and check #7511 in the amount of \$1,837.50 in payment of the filing fee, certified copy charges and registered agent designation fee.

Please return the certified copies to the undersigned in the enclosed postage paid envelope provided for your convenience.

Thank you for your attention to this matter. If you have any questions, please contact the undersigned at (407)425-2543.

Very truly yours,

Brenda L. Jones

Brenda L. Jones

Name	
Availability	
Document Examiner	bi
Updater	Enclosures
Updater Verifier	
Acknowledgement	
W. P. Verifier	

FILED
96 DEC 12 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

72
\$1,000,000.00

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**AFFIDAVIT AND CERTIFICATE
OF LIMITED PARTNERSHIP
OF
FLORKING RESTAURANT II, LTD.**

THE UNDERSIGNED, acting as the organizer of **FLORKING RESTAURANT II, LTD.** (the "Partnership"), hereby makes, acknowledges and files with the Secretary of State of Florida, this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

1. **NAME OF PARTNERSHIP.** The name of the partnership shall be **FLORKING RESTAURANT II, LTD.**

2. **LOCATION OF PRINCIPAL PLACE OF BUSINESS.** The principal place of business of the partnership shall be located at 400 E. South Street, Suite 200, Orlando, Florida 32801, or at such other place or places as the General Partner(s) shall from time to time determine.

3. **NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS.**

James A. Hartman
400 E. South St., Suite 200
Orlando, FL 32801

4. **NAME AND BUSINESS ADDRESS OF THE GENERAL PARTNER(S).**

Florking Restaurant Holdings, Inc.
400 E. South St., Suite 200
Orlando, FL 32801

996000082079

5. **MAILING ADDRESS OF THE LIMITED PARTNERSHIP.**

400 E. South St., Suite 200
Orlando, FL 32801

6. **TERM.** The Partnership shall be dissolved on November 27, 2026 unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the Partnership.

EXECUTED this 11th day of December, 1996.

Signed, sealed and delivered
in the presence of:

Shelly L. Johnson
Brenda L. Jones

FLORKING RESTAURANT HOLDINGS, INC.,
a Florida corporation, General Partner

By: [Signature]
James A. Hartman, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority, personally appeared **JAMES A. HARTMAN** as President of **FLOKING RESTAURANT HOLDINGS, INC.**, a Florida corporation. He is known to me to be the person who executed the foregoing Affidavit and Certificate of Limited Partnership and who acknowledged before me that he executed the Affidavit and Certificate of Limited Partnership for the purpose stated therein on behalf of said partnership. He is personally known to me and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of December, 1996.



SUSAN M. SCHNABEL
My Commission CC340706
Expires Mar. 29, 1998
Bonded by HAI
800-422-1885

Susan M. Schnabel
Print Name: Susan M. Schnabel
Notary Public State of Florida
Commission # CC 340706
Commission expiration: 3/29/98

SEAL:

AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.108, the undersigned, after first being duly sworn, deposes and says that the capital contributions of the Limited Partners of FLOKING RESTAURANT II, LTD. are anticipated to be \$1,000,000. The amount of capital contributions to date of the limited partners is \$0.

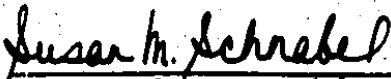
SWORN AND SUBSCRIBED as of the 11th day of December, 1996.

FLOKING RESTAURANT HOLDINGS, INC.,
a Florida corporation, General Partner

By: 

James A. Hartman, President

Sworn and subscribed to before me by James A. Hartman,
as President of Floking Restaurant Holdings, Inc. on behalf of said
corporation this 11th day of December, 1996. He is
personally known to me and did not take an oath.



Print Name: Susan M. Schnabel
Notary Public State of Florida
Commission # CC 340706
Commission expiration: 3/29/98

SEAL:



SUSAN M. SCHNABEL
My Commission CC340706
Expires Mar. 29, 1998
Bonded by HAI
800-422-1885

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, James A. Hartman, accepts his designation as Registered Agent for **FLORKING RESTAURANT II, LTD.** and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Partnership Act, Florida Statutes, Chapter 620.


EXECUTED this 11th day of December, 1996.


James A. Hartman
Registered Agent

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority, personally appeared James A. Hartman, known to me to be the person who executed the foregoing Acceptance of Registered Agent. He is personally known to me and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of December, 1996.


Print Name: Susan M. Schrabel
Notary Public State of Florida
Commission # CC 340106
Commission expiration: 3/29/98

SEAL:



SUSAN M. SCHRABEL
My Commission 00040700
Expires Mar. 29, 1998
Bonded by H&H
888-488-1888

FILED
96 DEC 12 AM 8:5
SECRETARY OF STATE
TALLAHASSEE, FLORIDA